



01-29-2001



TRAL 101597425

Our Ref.: 3101-188

Commissioner of Patents and Trademarks
Box Assignments, Washington, DC 20531

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
 Colonial Penn Insurance Company
 500 Virginia Drive
 Fort Washington, Pennsylvania 19034

Individual(s) Association
 General partnership Limited Partnership
 Corporation-State: Pennsylvania
 Other: _____

2. Name and address of receiving party(ies):
 Name: Conseco Direct Life Insurance Company
 Internal Address: _____
 Street Address: 399 Market Street, 5th Floor

 City: Philadelphia
 State/Country: Pennsylvania
 Zip: 19181

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Pennsylvania
 Other _____

3. Nature of conveyance:

Assignment Merger
 Security Assignment Change of Name
 Other: _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Execution Date: January 3, 2001

Designations must be a separate document from Assignment)
 Additional name/s & address/es attached Yes No

4. Application number(s) or registration number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No.(s)	B. Trademark Registration No.(s)
(1) _____	(1) 1362432; 1658504; 872770, 1649683
(2) _____	(2) 1652586, 1509548, 1890117, 1087469
(3) _____	(3) 2123339, 2122464, 826563, 1096261

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Frank P. Presta
 Internal Address: _____

 Street Address: Nixon & Vanderhye P.C.
 1100 North Glebe Road
 8th Floor
 City Arlington State: VA Zip: 22201

6. Total number of applications and registrations involved: 12

7. Total fee (37 CFR 3.41) \$315.00
 Enclosed
 Authorized to be charged to deposit account #14-1140

8. The Commissioner is hereby authorized to charge any deficiency in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our Account No. 14-1140.

DO NOT USE THIS SPACE

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9. Statements and signature.
 To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Frank P. Presta *Frank P. Presta* January 23, 2001
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document:

COPY

ASSIGNMENT OF TRADEMARKS

WHEREAS, Colonial Penn Insurance Company, a Pennsylvania corporation having an address of 500 Virginia Drive, Fort Washington, Pennsylvania 19034 ("Assignor"), has used and is using in its business the following trademarks set forth in Schedule A attached hereto;

WHEREAS, Conesco Direct Life Insurance Company, a Pennsylvania corporation having an address of 399 Market Street, 5th Floor, Philadelphia, Pennsylvania 19181, is desirous of acquiring all right, title and interest in and to the said marks together with the goodwill of the business symbolized by the marks and the registrations thereof and applications thereof as set forth in Schedule A;

WHEREAS, it is desired that the assignment of said registrations and applications be made of record in the United States Patent and Trademark Office, and other appropriate Patent and Trademark Offices.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and intending to be legally bound hereby, said Assignor hereby assigns to said Assignee, subject to the Trademark Assignment and License-Back between the parties dated November 14, 2000, all right, title and interest in and to the said marks, together with the goodwill of the business symbolized by the said marks, and the registrations thereof and applications therefor as set forth in Schedule A, and all rights to damages and profits, due or accrued, arising out of past infringements of said trademarks, and the right to sue for and recover the same.

Schedule A

MARKS

<u>MARK</u>	<u>REGISTRATION NO.</u>
COLONIAL PENN®	1,362,432
COLONIAL PENN Plus Revolutionary Figure Design®	1,658,504
CP Design®	0,872,770
GUARDING YOUR FUTURE®	1,649,683
Revolutionary Figure Design®	1,652,586
COLONIAL CARE®	1,509,548
FRIENDS OF COLONIAL PENN®	1,890,117
MATURE-CARE 65	1,087,469
COLONIAL PENN SAFE DRIVE CENTER®	2,123,339
CPDIRECT®	2,122,464
COORDINATED CARE	0,826,553
DAY ONE	1,096,261
	<u>SERIAL NO.</u>
COLONIAL PENN ROADSIDE ASSISTANCE PLAN (Abandoned)	74/589,555