

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ACKNOWLEDGMENT OF RESIGNATION AND APPOINTMENT

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MORGAN STANLEY SENIOR FUNDING, INC.		01/22/2008	CORPORATION:

RECEIVING PARTY DATA

Name:	BANK OF AMERICA, N.A.
Street Address:	335 MADISON AVENUE
Internal Address:	4TH FLOOR
City:	NEW YORK
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	NATIONAL ASSOCIATION:

PROPERTY NUMBERS Total: 27

Property Type	Number	Word Mark
Registration Number:	3035466	@CREDIT
Registration Number:	2239086	@ENERGY
Registration Number:	2109907	@EQUITY
Registration Number:	1752287	@GLOBAL
Registration Number:	1860319	@INTEREST
Registration Number:	2673700	ACWI
Registration Number:	1914640	ALPHABUILDER
Registration Number:	1913046	BARRA
Registration Number:	2650534	BARRA
Registration Number:	2995503	1BARRAONE
Registration Number:	2757044	BARRAONE
Registration Number:	1739619	DERIVATOOL
Registration Number:	1685268	EAFE

CH \$690.00 3035466

Registration Number:	2506195	ECI
Registration Number:	2484885	EMF
Registration Number:	1738136	FEA
Registration Number:	2644068	INDEXMAP
Registration Number:	2286566	MAKEVC
Registration Number:	2304936	MARKET IMPACT MODEL
Serial Number:	77213360	MARKET IMPACT MODEL
Registration Number:	1680303	MSCI
Registration Number:	2784697	RISK IS GOOD
Registration Number:	3263167	STRUCTURETOOL
Registration Number:	2111354	SWING
Registration Number:	2256866	TOTALRISK
Registration Number:	2184552	VARDELTA
Registration Number:	2019804	VARWORKS

CORRESPONDENCE DATA

Fax Number: (646)848-4455
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-848-4455
Email: jlik@shearman.com
Correspondent Name: Shirley Wang
Address Line 1: 599 Lexington Avenue
Address Line 2: Shearman & Sterling LLP
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	35613/36
NAME OF SUBMITTER:	Shirley Wang
Signature:	/SHIRLEY WANG/
Date:	01/22/2008

Total Attachments: 28

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Acknowledgment of Resignation and Appointment

THIS ACKNOWLEDGMENT OF RESIGNATION AND APPOINTMENT (the "Acknowledgment") is effective as of January 22, 2008, by and between MORGAN STANLEY SENIOR FUNDING, INC. ("MSSF") and BANK OF AMERICA, N.A. ("BANA").

MSSF and BANA, among others, have entered into a Credit Agreement dated as of November 20, 2007 (the "Credit Agreement"). Capitalized terms not defined in this Acknowledgment shall have the meaning given in the Credit Agreement.


Pursuant to Section 9.06 of the Credit Agreement, BANA and MSSF acknowledge and agree:

- (i) the effective date of this Acknowledgment follows the completion of the primary syndication of the Facilities;
- (ii) as of the effective date of this Acknowledgment, MSSF shall resign as the Administrative Agent and the Collateral Agent, and shall be discharged from all of its duties and obligations as retiring Administrative Agent;
- (iii) upon resignation of MSSF, BANA shall become the successor Administrative Agent and the successor Collateral Agent, and shall be vested with all the rights, powers, privileges and duties as successor Administrative Agent; and
- (iv) no further consent, approval or notice is required for the effective resignation of MSSF as Administrative and Collateral Agent and the effective appointment of BANA as Administrative and Collateral Agent.

This Acknowledgment shall be governed by, and construed in accordance with, the law of the State of New York. This Acknowledgment may be executed in counterparts, each of which shall constitute an original, but all of which taken together shall constitute a single contract.

MORGAN STANLEY SENIOR FUNDING, INC., as resigning Administrative Agent and resigning Collateral Agent

BANK OF AMERICA, N.A., as successor Administrative Agent and successor Collateral Agent

By: 
Name: **Stephen B. King**
Title: **Vice President**
Morgan Stanley Senior Funding, Inc.

By: _____
Name: _____
Title: _____

Acknowledgment of Resignation and Appointment

THIS ACKNOWLEDGMENT OF RESIGNATION AND APPOINTMENT (the "Acknowledgment") is effective as of January 22, 2008, by and between MORGAN STANLEY SENIOR FUNDING, INC ("MSSF") and BANK OF AMERICA, N.A. ("BANA").

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Pursuant to Section 9.06 of the Credit Agreement, BANA and MSSF acknowledge and agree:

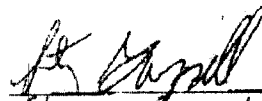
- (i) the effective date of this Acknowledgment follows the completion of the primary syndication of the Facilities;
- (ii) as of the effective date of this Acknowledgment, MSSF shall resign as the Administrative Agent and the Collateral Agent, and shall be discharged from all of its duties and obligations as retiring Administrative Agent;
- (iii) upon resignation of MSSF, BANA shall become the successor Administrative Agent and the successor Collateral Agent, and shall be vested with all the rights, powers, privileges and duties as successor Administrative Agent; and
- (iv) no further consent, approval or notice is required for the effective resignation of MSSF as Administrative and Collateral Agent and the effective appointment of BANA as Administrative and Collateral Agent.

This Acknowledgment shall be governed by, and construed in accordance with, the law of the State of New York. This Acknowledgment may be executed in counterparts, each of which shall constitute an original, but all of which taken together shall constitute a single contract.

MORGAN STANLEY SENIOR FUNDING, INC., as resigning Administrative Agent and resigning Collateral Agent

BANK OF AMERICA, N.A., as successor Administrative Agent and successor Collateral Agent

By: _____
Name: _____
Title: _____

By: 
Name: Steven Gazzillo
Title: Vice President

**Schedule A to the
Intellectual Property Security Agreement**

PATENTS

<u>Grantor</u>	<u>Registered Owner</u>	<u>Patent Titles</u>	<u>Country</u>	<u>Patent No.</u>	<u>Application No.</u>	<u>Filing Date</u>	<u>Issue Date</u>
Barra, Inc.	Barra, Inc.	Method and Apparatus for an Integrative Model of Multiple Classes	United States	7,024,388	09/895,605	6/29/2001	4/4/2006
Barra, Inc.	Barra, Inc.	Computer Display with a Risk Visualization Icon	United States	D469,442	29/140,824	4/24/2001	1/28/2003
Financial Engineering Associates, Inc.	Financial Engineering Associates, Inc.	System and Method for Determination of Incremental Value at Risk for Securities Trading	United States	5,819,237	08/600,685	2/13/1996	10/6/1998
Financial Engineering Associates, Inc.	Financial Engineering Associates, Inc.	System and Method for Determination of Incremental Value at Risk for Securities Trading	Canada	2,195,897	2,195,897	1/24/1997	4/8/2003
Financial Engineering Associates, Inc.	Financial Engineering Associates, Inc.	System and Method for Determination of Incremental Value at Risk for Securities Trading	Australia	713537	199712538	2/5/1997	3/16/2000
Financial Engineering Associates, Inc.	Financial Engineering Associates, Inc.	System and Method for Determination of Incremental Value at Risk for Securities Trading	Japan	3324950	119-27820	2/12/1997	7/5/2002
Financial Engineering Associates, Inc.	Financial Engineering Associates, Inc.	Watershed Method for Controlling Cashflow Mapping in Value at Risk Determination	United States	6,122,623	09/109,110	7/2/1998	9/19/2000
Financial Engineering Associates, Inc.	Financial Engineering Associates, Inc.	Transformation of Real Time Data into Time Series and Filtered Real Time Data within	United States	5,926,822	08/709,101	9/6/1996	7/20/1999

		a Spreadsheet Application					
Financial Engineering Associates, Inc.	Financial Engineering Associates, Inc.	Integrated System and Method for Analyzing Derivative Securities	United States	5,692,233	08/384,376	2/3/1995	11/25/1997
MSCI Inc.	Morgan Stanley Capital International Inc.	System and Method for Forecasting Portfolio Losses at Multiple Horizons	United States		11/789,318	4/24/2007	
MSCI Inc.	Morgan Stanley Capital International Inc.	System and Method for Determining Model Credit Default Swap Spreads	United States		11/825,718	7/10/2007	
MSCI Inc.	Morgan Stanley Capital International Inc.	Systems and Methods for Generating a Financial Market Index Using a PEG Ratio	United States		11/476,347	6/28/2006	
MSCI Inc.	Morgan Stanley Capital International Inc.	Method and System for Generating a High Dividend Yield Index	United States		11/784,924	4/10/2007	
MSCI Inc.	Morgan Stanley Capital International Inc.	Method and System for Generating a Global Financial Market Index	United States		11/651,766	1/10/2007	
MSCI Inc.	Morgan Stanley Capital International Inc.	Systems and Methods for Generating a Financial Market Index	United States		11/242,994	10/4/2005	
MSCI Inc.	Morgan Stanley Capital International Inc.	Systems and Methods for Constructing a Value Index and a Growth Index	United States		10/833,860	4/28/2004	
Barra, Inc.	Barra, Inc.	Method and Apparatus for	United States		10/480,020	6/4/2002	

		Creating Consistent Risk Forecasts and for Aggregating Factor Models					
Barra, Inc.	Barra, Inc.	Method and Apparatus for Creating Consistent Risk Forecasts and for Aggregating Factor Models	Japan		2003-502728	6/4/2002	
Barra, Inc.	Barra, Inc.	Method and Apparatus for Network-Based Portfolio Management and Risk-Analysis	United States		10/655,503	9/3/2003	
Barra, Inc.	Barra, Inc.	Method and Apparatus for Network-Based Portfolio Management and Risk-Analysis	Canada		2,497,293	9/8/2003	
Barra, Inc.	Barra, Inc.	Method and Apparatus for an Incomplete Information Model of Credit Risk	United States		10/761,686	1/20/2004	
Barra, Inc.	Barra, Inc.	Method and Apparatus for Network-Based Portfolio Management and Risk-Analysis ¹	European Patent Office		752084	9/8/2003	
Barra, Inc.	Barra, Inc.	Method and Apparatus for Network-Based Portfolio Management and Risk-Analysis	Japan		2004-534743	9/8/2003	
MSCI Inc.	MSCI Inc.	System and Method for Attributing Performance,	United States	To be assigned	11/974,197	10/11/2007	

¹ The Borrower previously decided to allow this patent application to go abandoned and instructions to this effect were provided to the Borrower's outside patent counsel. However, European Patent Office records may not yet show this application as "abandoned"

		Risk, and Risk-Adjusted Performance of an Investment Portfolio to Custom Factors					
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**Schedule B to the
Intellectual Property Security Agreement**

TRADEMARKS AND SERVICE MARKS

<u>Grantor</u>	<u>Record Owner</u>	<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>App. No.</u>	<u>App. Date</u>	<u>Reg. Date</u>
MSCI Inc.	Bank Morgan Stanley AG ²	Andorra	EAFE	6994	7702	7/17/1997	7/17/1997
MSCI Inc.	Bank Morgan Stanley AG ³	Andorra	MSCI	6885	7685	7/4/1997	7/4/1997
MSCI Inc.	Morgan Stanley Capital International Inc.	Australia	BARRA (STYLIZED)	877103	877103	5/28/2001	5/28/2001
Barra, Inc.	Barra, Inc.	Australia	BARRA ONE	904589	904589	2/27/2002	2/27/2002
Barra, Inc.	Barra, Inc.	Australia	BARRA ONE AND DESIGN	922476	922476	8/6/2002	8/6/2002
MSCI Inc.	Morgan Stanley Capital International Inc.	Australia	EAFE	803916	803916	8/16/1999	8/16/1999
MSCI Inc.	Morgan Stanley Capital International Inc.	Australia	EMF	803914	803914	8/16/1999	8/16/1999
MSCI Inc.	Morgan Stanley Capital International Inc.	Australia	INDEXMAP	859645	859645	12/6/2000	12/6/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	Australia	MSCI	858310	858310	11/23/2000	11/23/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	Australia	MSCI AUSSIE	851428	851428	9/25/2000	9/25/2000
Barra, Inc.	Barra, Inc.	Australia	RISK IS GOOD	906972	906972	3/21/2002	3/21/2002
Barra, Inc.	Barra, Inc.	Australia	THE ESTIMATE	602840	602840	5/20/1993	5/20/1993

² This mark has been assigned to MSCI Inc., however the assignment has not yet been recorded against the registration.

³ This mark has been assigned to MSCI Inc., however the assignment has not yet been recorded against the registration.

<u>Grantor</u>	<u>Record Owner</u>	<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>App. No.</u>	<u>App. Date</u>	<u>Reg. Date</u>
MSCI Inc.	Morgan Stanley Capital International Inc.	Australia	DIRECTORY TOTAL RISK	924425	924425	8/26/2002	8/26/2002
MSCI Inc.	Morgan Stanley Capital International Inc.	Austria	EAFE	571031	571031	5/13/1991	5/13/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	Austria	MSCI	571032	571032	5/13/1991	5/13/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	Benelux	ACWI	675692	956214	2/3/2000	2/3/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	Benelux	EAFE	571031	571031	5/13/1991	5/13/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	Benelux	EMF	675691	956213	2/3/2000	2/3/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	Benelux	MSCI	571032	571032	5/13/1991	5/13/1991
MSCI Inc. / Barra, Inc.	Barra, Inc. (Record owner continues to be Barra, Inc. Assignment from Barra, Inc. to Morgan Stanley Capital International Inc. in progress. Substantial delay in recordation due to backlog at	Brazil	ACWI		821909118	8/20/1999	

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	Trademark Office.)						
MSCI Inc. / Barra, Inc.	Barra, Inc (Record owner continues to be Barra, Inc Assignment from Barra, Inc to Morgan Stanley Capital International Inc. in progress. Substantial delay in recordation due to backlog at Trademark Office.)	Brazil	BARRA		823433919	7/13/2001	
MSCI Inc. / Barra, Inc.	Barra, Inc (Record owner continues to be Barra, Inc. Assignment from Barra, Inc to Morgan Stanley Capital International Inc. in progress. Substantial delay in recordation due to backlog at Trademark Office.)	Brazil	BARRA		823433927	7/13/2001	
MSCI Inc. / Barra, Inc.	Barra, Inc. (Record owner continues to be Barra, Inc. Assignment from Barra, Inc. to Morgan Stanley Capital International	Brazil	BARRA	823433919	823433900	7/13/2001	3/6/2007

<u>Grantor</u>	<u>Record Owner</u>	<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>App. No.</u>	<u>App. Date</u>	<u>Reg. Date</u>
	Inc. in progress. Substantial delay in recordation due to backlog at Trademark Office.)						
MSCI Inc / Barra, Inc.	Barra, Inc (Record owner continues to be Barra, Inc. Assignment from Barra, Inc to Morgan Stanley Capital International Inc in progress Substantial delay in recordation due to backlog at Trademark Office.)	Brazil	BARRA		823433897	7/13/2001	
MSCI Inc / Barra, Inc.	Barra, Inc (Record owner continues to be Barra, Inc. Assignment from Barra, Inc to Morgan Stanley Capital International Inc in progress Substantial delay in recordation due to backlog at Trademark Office.)	Brazil	EAFF		821909100	8/20/1999	
MSCI Inc	Morgan Stanley Capital International Inc.	Canada	BARRA	469333	0734426	8/9/1993	1/22/1997

<u>Grantor</u>	<u>Record Owner</u>	<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>App. No.</u>	<u>App. Date</u>	<u>Reg. Date</u>
MSCI Inc.	Morgan Stanley Capital International Inc.	Canada	BARRA AND DESIGN	464162	073489	8/9/1993	10/18/1996
MSCI Inc.	Morgan Stanley Capital International Inc.	Canada	FAFE	576299	1073771	9/7/2000	2/25/2003
MSCI Inc.	Morgan Stanley Capital International Inc.	Canada	MSCI	577949	1073772	9/7/2000	3/24/2003
MSCI Inc.	Morgan Stanley Capital International Inc.	Canada	MSCI AND DESIGN	575054	1078996	10/17/2000	2/5/2003
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	ENERGY (STYLIZED)		4393512	12/2/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	EQUITY (STYLIZED)	4393511	4393511	12/2/2004	8/21/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	GLOBAL (STYLIZED)		4393510	12/2/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	INTEREST (STYLIZED)	4393509	4393509	12/2/2004	8/7/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	AEGIS		4402870	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	AEGIS		4402888	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	AEGIS		4402887	12/7/2004	

<u>Grantor</u>	<u>Record Owner</u>	<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>App. No.</u>	<u>App. Date</u>	<u>Reg. Date</u>
MSCI Inc.	Morgan Stanley Capital International Inc	China (People's Republic Of)	ALGIS		4402869	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	ALPHABUILDER		4402872	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc	China (People's Republic Of)	ALPHABUILDER		4402871	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	ALPHABUILDER	4402874	4402874	12/7/2004	6/14/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	ALPHABUILDER		4402873	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc	China (People's Republic Of)	BARRA		4402885	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	BARRA	4402875	4402875	12/7/2004	6/14/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	BARRA		4402886	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	BARRA		4402876	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	BARRAONE		4402839	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc	China (People's Republic Of)	BARRAONE		4402840	12/7/2004	

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MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	BARRAONE	4402841	4402841	12/7/2004	6/14/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	COSMOS		4402858	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	COSMOS		4402857	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	COSMOS		4402856	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	COSMOS		4402855	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	DERIVATOOL	4393518	4393518	12/2/2004	8/7/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	EAFE		4393554	12/2/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	EAPF		4393553	12/2/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	FEA	4393517	4393517	12/2/2004	8/7/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	MARKVC	4393516	4393516	12/2/2004	8/7/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	MARKET IMPACT MODEL		4402850	12/7/2004	

<u>Grantor</u>	<u>Record Owner</u>	<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>App. No.</u>	<u>App. Date</u>	<u>Reg. Date</u>
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	MARKET IMPACT MODEL		4402851	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	MARKET IMPACT MODEL		4402852	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	MSCI		4393506	12/2/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	MSCI		4393507	12/2/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	MSCI		4393505	12/2/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	SWING	4393515	4393515	12/2/2004	8/7/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	TOTALRISK		4402849	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	VANTAGE		4402867	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	VANTAGE		4402868	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	VARIABLE	4393514	4393514	12/7/2004	8/7/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	China (People's Republic Of)	VARWORKS	4393515	4393515	12/7/2004	8/7/2007

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MSCI Inc	Morgan Stanley Capital International Inc.	China (People's Republic Of)	VANTAGE		4402866	12/7/2004	
MSCI Inc	Morgan Stanley Capital International Inc.	China (People's Republic Of)	VANTAGE		4402865	12/7/2004	
MSCI Inc.	Morgan Stanley Capital International Inc.	European Union	@CREDIT (STYLIZED)	4109146	4109146	11/5/2004	10/3/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	European Union	BARRA	2170017	2170017	4/9/2001	9/23/2003
MSCI Inc	Morgan Stanley Capital International Inc.	European Union	BARRA (STYLIZED)	2266823	2266823	6/20/2001	9/2/2002
MSCI Inc.	Morgan Stanley Capital International Inc.	European Union	BARRA ONE	2600369	2600369	2/22/2002	8/18/2003
MSCI Inc.	Morgan Stanley Capital International Inc.	European Union	BARRA ONE AND DESIGN	2798072	2798072	8/2/2002	4/29/2004
MSCI Inc	Morgan Stanley Capital International Inc.	European Union	ECI	1670470	1670470	5/22/2000	7/11/2001
MSCI Inc.	Morgan Stanley Capital International Inc.	European Union	FEA	2794824	2794824	7/31/2002	1/25/2005
MSCI Inc.	Morgan Stanley Capital International Inc.	European Union	FEA AND DESIGN	2816866	2816866	8/1/2002	7/27/2004
MSCI Inc.	Morgan Stanley Capital International Inc.	European Union	MSCI	2593713	2593713	2/26/2002	8/28/2003

<u>Grantor</u>	<u>Record Owner</u>	<u>Country</u>	<u>Mark</u>	<u>Reg. No.</u>	<u>App. No.</u>	<u>App. Date</u>	<u>Reg. Date</u>
MSCI Inc.	Morgan Stanley Capital International Inc.	European Union	MSCI AND DESIGN	1933043	1933043	10/23/2000	4/17/2002
MSCI Inc.	Morgan Stanley Capital International Inc.	European Union	MSCI AUSSIE	1870799	1870799	9/25/2000	11/22/2001
MSCI Inc.	Morgan Stanley Capital International Inc.	European Union	RISK IS GOOD	2462281	2462281	11/14/2001	6/26/2003
MSCI Inc.	Morgan Stanley Capital International Inc.	European Union	STRUCTURE FOOT	4923488	4923488	2/24/2006	3/29/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	European Union	TOTAL RISK	2833994	2833994	8/22/2002	5/26/2004
MSCI Inc.	Morgan Stanley Capital International Inc.	France	ACWI	3003266	3003266	1/25/2000	1/25/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	France	ALPHABET DEFER	94501411	94501411	1/12/1994	1/12/1994
MSCI Inc.	Morgan Stanley Capital International Inc.	France	BARRA	94501410	94501410	1/12/1994	1/12/1994
MSCI Inc.	Morgan Stanley Capital International Inc.	France	EAFE	571031	571031	5/13/1991	5/13/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	France	EAFE	3004879	3004879	2/2/2000	2/2/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	France	EMF	3004880	3004880	2/2/2000	2/2/2000

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MSCI Inc.	Morgan Stanley Capital International Inc.	France	MSCI	571032	571032	5/13/1991	5/13/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	Germany	ACWI	30313790	30313790.8	3/14/2003	8/18/2003
MSCI Inc.	Morgan Stanley Capital International Inc.	Germany	ACWI	39940388	39940388.4	7/10/1999	2/1/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	Germany	ALPHABUILDER	2090119	B100493	1/13/1994	1/17/1995
MSCI Inc.	Morgan Stanley Capital International Inc.	Germany	BARRA	2090120	B100494	1/13/1994	1/13/1994
MSCI Inc.	Morgan Stanley Capital International Inc.	Germany	EAFE	571031	571031	5/13/1991	5/13/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	Germany	EMI	39940389	39940389.2	7/10/1999	2/1/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	Germany	MSCI	571032	571032	5/13/1991	5/13/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	Hong Kong	ACWI	10292			7/16/1999
MSCI Inc.	Morgan Stanley Capital International Inc.	Hong Kong	BARRA	300070370			8/28/2003
MSCI Inc.	Morgan Stanley Capital International Inc.	Hong Kong	EAFE	10295			7/22/1999

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MSCI Inc.	Morgan Stanley Capital International Inc.	Hong Kong	ECI	5729	1548599	10/29/1999	10/29/1999
MSCI Inc.	Morgan Stanley Capital International Inc.	Hong Kong	MSCI	5133	2749	2/27/2002	2/27/2002
MSCI Inc.	Morgan Stanley Capital International Inc.	Hong Kong	MSCI	5134	2750	2/27/2002	2/27/2002
MSCI Inc.	Morgan Stanley Capital International Inc.	Hong Kong	MSCI AND DESIGN	5481	23195	10/18/2000	10/18/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	Hong Kong	STRUCTURE TOOL	300587700	300587700	2/24/2006	2/24/2006
MSCI Inc.	Morgan Stanley Capital International Inc.	India	MSCI		975119	12/5/2000	
MSCI Inc.	Morgan Stanley Capital International Inc.	Italy	EAFE	571031	571031	5/13/1991	5/13/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	Italy	MSCI	571032	571032	5/13/1991	5/13/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	ALPHABUILDER	3216872	06-003409	1/14/1994	10/31/1996
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	ALPHABUILDER	4080273	06-004966	1/20/1994	11/7/1997
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	ALPHABUILDER	3204679	06-003408	1/14/1994	9/30/1996

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MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	BARRA	3143925	04-249869	9/30/1992	4/30/1996
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	BARRA (STYLIZED)	4652867	2001-100610	11/9/2001	3/14/2003
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	BARRA AND DESIGN	3186121	04-249870	9/30/1992	4/30/1996
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	BARRA ONE	4683779	2002-612931	2/21/2002	6/20/2003
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	BARRA ONE AND DESIGN	4680676	2002-071496	8/23/2002	6/6/2003
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	EAFE	3316577	04-282675	9/30/1992	5/30/1997
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	EAFI	2547409	02-0130832	11/26/1990	6/30/1993
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	EICI	4479818	00-005259	1/27/2000	6/1/2001
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	INDEXMAP	4541118	00-131698	12/7/2000	2/1/2002
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	MSCI	2547410	02-130833	11/26/1990	6/30/1993
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	MSCI	3316576	04-282675	9/30/1992	5/30/1997

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MSCI Inc	Morgan Stanley Capital International Inc	Japan	MSCI AND DESIGN	4529391	00-112627	10/17/2000	12/14/2001
MSCI Inc	Morgan Stanley Capital International Inc.	Japan	MSCI AND DESIGN	4554267	01-023700	3/15/2001	3/22/2002
MSCI Inc.	Morgan Stanley Capital International Inc	Japan	MSCI AUSSIE	4546001	00-127835	11/28/2000	2/22/2002
MSCI Inc	Morgan Stanley Capital International Inc	Japan	RISK IS GOOD	4621886	01-100609	11/9/2001	11/15/2002
MSCI Inc.	Morgan Stanley Capital International Inc	Japan	STRUCTURETOOL	5005981	06-018359	3/2/2006	11/24/2006
MSCI Inc.	Morgan Stanley Capital International Inc.	Japan	TOTALRISK	4675703	02-071497	8/23/2002	5/23/2003
MSCI Inc.	Morgan Stanley Capital International Inc	Mexico	BARRA	648760	315496	11/26/1997	3/30/2000
MSCI Inc.	Morgan Stanley Capital International Inc	Mexico	BARRA	648761	315497	11/26/1997	3/30/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	Mexico	BARRA	663991	315499	11/26/1997	7/25/2000
MSCI Inc.	Morgan Stanley Capital International Inc	Mexico	BARRA GLOBAL ESTIMATES	688135	405157	1/3/2000	2/28/2001
MSCI Inc	Morgan Stanley Capital International Inc	Mexico	INDEXMAP	719417	463480	12/18/2000	10/29/2001

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MSCI Inc	Morgan Stanley Capital International Inc ⁴	Mexico	MSCI AND DESIGN	689429	454030	10/20/2000	10/20/2000
MSCI Inc.	Morgan Stanley Capital International Inc	Mexico	MSCI AUSSIE	712122	451087	10/4/2000	8/29/2001
MSCI Inc	Morgan Stanley Capital International Inc.	Portugal	FAFI	571031	571031	5/13/1991	5/13/1991
MSCI Inc	Morgan Stanley Capital International Inc.	Portugal	MSCI	571032	571032	5/13/1991	5/13/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	Singapore	ACWI	T99/082931	199/082931	7/29/1999	7/29/1999
Barra, Inc.	Barra, Inc.	Singapore	BARRA	T0117723E	T0117723E	11/13/2001	11/13/2001
MSCI Inc	Morgan Stanley Capital International Inc	Singapore	BARRA	T9713899F			11/12/1997
MSCI Inc	Morgan Stanley Capital International Inc.	Singapore	BARRA	T9713900C			11/12/1997
MSCI Inc.	Morgan Stanley Capital International Inc.	Singapore	BARRA	T9713901A			11/12/1997
MSCI Inc	Morgan Stanley Capital International Inc.	Singapore	BARRA	T9713898H			11/12/1997
Barra, Inc.	Barra, Inc.	Singapore	BARRA ONE & DESIGN	T0212336H	T0212336H	8/15/2002	8/15/2002
Barra, Inc.	Barra, Inc.	Singapore	BARRA ONE	T0202051H	T0202051H	2/25/2002	2/25/2002

⁴ An assignment was recorded transferring ownership from Morgan Stanley Dean Witter & Co. to Morgan Stanley Capital International Inc.

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Barra, Inc.	Barra, Inc	Singapore	BARRA GLOBAL ESTIMATES	19914438A	T9914438A	12/10/1999	12/10/1999
MSCI Inc.	Morgan Stanley Capital International Inc.	Singapore	EAFE	T9908015D	T9908015D	7/30/1999	7/30/1999
MSCI Inc	Morgan Stanley Capital International Inc.	Singapore	EMF	T9908292J	T9908292J	7/29/1999	7/29/1999
MSCI Inc	Morgan Stanley Capital International Inc.	Singapore	MSCI	T9911344C	T9911344C	10/9/1999	10/9/1999
MSCI Inc	Morgan Stanley Capital International Inc.	Singapore	STRUCTUREFOOL	T0604176E	T0604176E	3/7/2006	3/7/2006
MSCI Inc	Morgan Stanley Capital International Inc.	Singapore	STRUCTUREFOOL	T0604181A	T0604181A	3/7/2006	3/7/2006
MSCI Inc	Morgan Stanley Capital International Inc.	South Africa	BARRA		14710	8/23/2003	
MSCI Inc.	Morgan Stanley Capital International Inc.	South Africa	BARRA		14709	8/23/2003	
MSCI Inc	Morgan Stanley Capital International Inc.	South Africa	BARRA ONE	2793	2793	2/27/2002	2/27/2002
MSCI Inc.	Morgan Stanley Capital International Inc.	South Africa	BARRA ONE	2794	2794	2/27/2002	2/27/2002
MSCI Inc	Morgan Stanley Capital International Inc.	South Africa	BARRA ONE	2796	2796	2/27/2002	2/27/2002
MSCI Inc.	Morgan Stanley Capital	South Africa	BARRA ONE	2795	2795	2/27/2002	2/27/2002

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	International Inc						
MSCI Inc	Morgan Stanley Capital International Inc	Spain	EAFE	571031	571031	5/13/1991	5/13/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	Spain	MSCI	571032	571032	5/13/1991	5/13/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	Switzerland	ACWI	473612	301/2000	1/12/2000	1/12/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	Switzerland	EAFE	382846			1/14/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	Switzerland	ECI	473846	621/2000	1/21/2000	1/21/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	Switzerland	EMF	475021	945/2000	1/31/2000	1/31/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	Switzerland	MSCI	500740	1738	2/26/2002	2/26/2002
MSCI Inc.	Morgan Stanley Capital International Inc.	Switzerland	MSCI	382847	244	1/14/1991	1/14/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	Taiwan	MSCI	1248354	95012182	3/14/2006	1/16/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	United Kingdom	ACWI	2219261	2219261	1/12/2000	1/12/2000
MSCI Inc.	Morgan Stanley Capital	United Kingdom	BARRA	2068064	2068064	4/10/1996	11/1/1996

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	International Inc.						
MSCI Inc	Morgan Stanley Capital International Inc.	United Kingdom	EAFE	1450174	1450174	12/12/1990	1/22/1993
MSCI Inc.	Morgan Stanley Capital International Inc.	United Kingdom	EAFE	1450176	1450176	12/12/1990	6/12/1992
MSCI Inc.	Morgan Stanley Capital International Inc.	United Kingdom	EAFE	1450175	1450175	12/12/1990	6/5/1992
MSCI Inc.	Morgan Stanley Capital International Inc.	United Kingdom	ECI	2221084	2221084	2/2/2000	9/29/2000
MSCI Inc	Morgan Stanley Capital International Inc.	United Kingdom	EMF	2221116	2221116	2/2/2000	11/3/2000
MSCI Inc.	Morgan Stanley Capital International Inc.	United Kingdom	INDEXMAP	2255202	2255202	12/7/2000	5/18/2001
MSCI Inc	Morgan Stanley Capital International Inc.	United Kingdom	MSCI	1450270	B1450270	12/12/1990	7/17/1992
MSCI Inc	Morgan Stanley Capital International Inc.	United Kingdom	MSCI	1450268	B1450268	12/12/1990	8/20/1992
MSCI Inc.	Morgan Stanley Capital International Inc.	United Kingdom	MSCI	1450269	B1450269	12/12/1990	7/10/1992
MSCI Inc	Morgan Stanley Capital International Inc.	United Kingdom	MSCI AND DESIGN	2249627	2249627	10/23/2000	6/28/2002
MSCI Inc.	Morgan Stanley Capital	United Kingdom	MSCI AUSSIE	2246522	2246522	9/25/2000	3/9/2001

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	International Inc.						
Barra, Inc.	Barra, Inc.	United Kingdom	THE ESTIMATE DIRECTORY (Renewal was due on 3/24/2005. Although online records indicate that this registration is live, it has actually expired because of non-renewal)				
Financial Engineering Associates, Inc.	Financial Engineering Associates, Inc.	United States	@CREDIT (STYLIZED)	3035466	78/511276	11/4/2004	12/27/2005
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	@ENERGY (STYLIZED)	2239086	74/629565	2/3/1995	4/13/1999
MSCI Inc.	MSCI Inc.	United States	@EQUITY (STYLIZED)	2109907	75/100047	5/7/1996	10/28/1997 (Renewed)
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	@GLOBAL (STYLIZED)	1752287	74/181015	6/28/1991	2/16/1993
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	@INTEREST (STYLIZED)	1860319	74/395247	5/26/1993	10/25/1994
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	ACWI	2673700	76/062647	6/5/2000	1/14/2003
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	ALPHABUILD ER	1914640	74/509502	4/6/1994	8/29/1995
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	BARRA	1913046	74/419916	7/29/1993	8/22/1995
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	BARRA (STYLIZED)	2650534	76/257075	5/15/2001	11/12/2002
MSCI Inc.	Morgan Stanley	United States	BARRA ONE AND DESIGN	2995503	76/383935	3/14/2002	9/13/2005

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	Capital International Inc.						
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	BARRAONE	2757044	76-307063	8/28/2001	8/26/2003
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	DERIVATOOL	1739619	74/269940	4/27/1992	12/15/1992
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	LAFF	1685268	74/091710	8/27/1990	5/5/1992
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	ECL (Although registration is live, it will expire shortly because Morgan Stanley did not file Sections 8 and 15 Affidavit that was due on 11/13/2007)	2506195	76/127070	9/13/2000	11/13/2001
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	EMF	2484885	76/062648	6/5/2000	9/4/2001
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	FEA AND DESIGN	1738136	74/249904	2/25/1992	12/8/1992
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	INDEXMAP	2644068	76/181054	12/14/2000	10/29/2002
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	MAKEVC	2286566	75/426224	1/30/1998	10/12/1999
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	MARKET IMPACT MODEL	2304936	75/376999	10/21/1997	12/28/1999
MSCI Inc.	Morgan Stanley Capital	United States	MARKET IMPACT MODEL		77/213360	6/22/2007	

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	International Inc						
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	MSCI	1680303	74/091709	8/27/1990	3/24/1992
Barra, Inc.	Barra, Inc	United States	RISK IS GOOD	2784697	76/256681	5/15/2001	11/18/2003
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	STRUCTURETOOL	3263167	78/820944	2/22/2006	7/10/2007
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	SWING (Although the registration is live, it will expire because Morgan Stanley did not file renewal application that was due on 11-4-2007)	2111354	75/100046	5/7/1996	11/4/1997
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	TOTALRISK	2256866	75/443254	3/2/1998	6/29/1999
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	VARDELTA	2184552	75/100044	5/7/1996	8/25/1998
MSCI Inc.	Morgan Stanley Capital International Inc.	United States	VARWORKS	2019804	74/631222	2/7/1995	11/26/1996
MSCI Inc.	Morgan Stanley Capital International Inc.	WIPO	EAFE	571031	571031	5/13/1991	5/13/1991
MSCI Inc.	Morgan Stanley Capital International Inc.	WIPO	MSCI	571032	571032	5/13/1991	5/13/1991

**Schedule C to the
Intellectual Property Security Agreement**

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None.