

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
FREEWAY INSURANCE SERVICES, INC. (formerly known as Practice Insurance Services, Inc.)		06/16/2009	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

Name:	GE BUSINESS FINANCIAL SERVICES INC. (formerly known as Merrill Lynch Business Financial Services Inc.), as Administrative Agent
Street Address:	500 West Monroe Street
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60661
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 3**

Property Type	Number	Word Mark
Registration Number:	3591103	FREEWAY
Registration Number:	3584286	IT'S THAT THING YOU'RE SPEEDING ON
Serial Number:	77660604	SIEMPRE GANA CON

**CORRESPONDENCE DATA**

Fax Number: (312)863-7806  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 312-863-7198  
 Email: nancy.brougher@goldbergkohn.com  
 Correspondent Name: Nancy Brougher  
 Address Line 1: Goldberg Kohn  
 Address Line 2: 55 East Monroe Street, Suite 3300  
 Address Line 4: Chicago, ILLINOIS 60603

OP \$90.00 3591103

ATTORNEY DOCKET NUMBER:	5125.168
NAME OF SUBMITTER:	Nancy Brougher
Signature:	/njb/
Date:	06/16/2009
Total Attachments: 5 source=Freeway Amendment to Trademark Mortgage#page1.tif source=Freeway Amendment to Trademark Mortgage#page2.tif source=Freeway Amendment to Trademark Mortgage#page3.tif source=Freeway Amendment to Trademark Mortgage#page4.tif source=Freeway Amendment to Trademark Mortgage#page5.tif	

**AMENDMENT NO. 1 TO  
TRADEMARK SECURITY AGREEMENT**

THIS AMENDMENT NO. 1 TO TRADEMARK SECURITY AGREEMENT (this "Amendment") amends that certain Trademark Security Agreement dated as of January 11, 2008 (the "Agreement") made by FREEWAY INSURANCE SERVICES, INC., a California corporation (formerly known as Practice Insurance Services, Inc., a California corporation, "Grantor"), and certain other grantors party thereto, in favor of GE BUSINESS FINANCIAL SERVICES INC. (formerly known as Merrill Lynch Business Financial Services Inc., "Grantee"), as Administrative Agent for the lenders (the "Lenders") party to the Credit Agreement (as defined below), and is made as of June 16, 2009.

WHEREAS, Confie Seguros Holding II Co., a Delaware corporation ("Borrower"), and Lenders are parties to a certain Credit Agreement dated as of January 11, 2008 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement") providing for the extensions of credit to be made to Borrower by Lenders; and

WHEREAS, Grantor is a direct or indirect subsidiary of Borrower and Grantor will benefit from the financial accommodations provided to Borrower pursuant to the Credit Agreement; and

WHEREAS, pursuant to that certain Guaranty dated as of January 11, 2008 by and among Grantor, the other guarantors thereto and Administrative Agent, Grantor and such other parties have agreed to guarantee all of Borrower's Obligations; and

WHEREAS, pursuant to the terms of a certain Security Agreement dated as of January 11, 2008 among Grantor, the other grantors thereto and Grantee (as the same may be amended or otherwise modified from time to time, the "Security Agreement"), Grantor has granted to Grantee, for the benefit of Lenders, a security interest in substantially all of the assets of Grantor including all right, title and interest of Grantor in, to and under all now owned and hereafter acquired Trademarks (as defined in the Security Agreement), together with the goodwill of the business symbolized by Grantor's Trademarks, and all products and proceeds thereof, to secure the payment of all amounts owing by Borrower under the Credit Agreement; and

WHEREAS, since the date of Grantor's execution of the Agreement, Grantor has acquired interests in additional Trademarks; and

WHEREAS, Grantor and Grantee have agreed to amend the Agreement in the manner specifically set forth herein;

NOW, THEREFORE, for good and valuable consideration, the receipt and legal sufficiency of which are hereby acknowledged, the parties hereto hereby agree to amend the Agreement as follows:

1. Schedules. Schedule 1 as referred to in the Agreement is hereby supplemented by the schedule attached hereto.

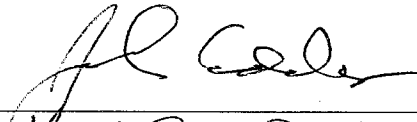
2. Effect of Amendment. Except as expressly amended by this Amendment, the terms of the Agreement shall remain in full force and effect as executed.

3. Counterparts. This Amendment may be executed in any number of counterparts, each of which when so executed and delivered shall be deemed to be an original and all of which counterparts taken together shall constitute but one and the same instrument.

**[Signature Page Follows]**

IN WITNESS WHEREOF, Grantor and Grantee have each caused this Amendment to be duly executed and delivered by an officer thereunto duly authorized as of the date first above written.

FREEWAY INSURANCE SERVICES, INC., a  
California corporation (formerly known as Practice  
Insurance Services, Inc.)

By   
Its VICE PRESIDENT

Agreed and accepted as of the date first written  
above

GE BUSINESS FINANCIAL SERVICES  
INC. (formerly known as Merrill Lynch  
Business Financial Services Inc.), as  
Administrative Agent

By \_\_\_\_\_  
Its \_\_\_\_\_


IN WITNESS WHEREOF, Grantor and Grantee have each caused this Amendment to be duly executed and delivered by an officer thereunto duly authorized as of the date first above written.

FREEWAY INSURANCE SERVICES, INC., a  
California corporation (formerly known as Practice  
Insurance Services, Inc.)

By \_\_\_\_\_  
Its \_\_\_\_\_

Agreed and accepted as of the date first  
written above

GE BUSINESS FINANCIAL SERVICES  
INC. (formerly known as Merrill Lynch  
Business Financial Services Inc.), as  
Administrative Agent

By  \_\_\_\_\_  
Its Kristine M. Jurczyk  
Duly Authorized Signatory \_\_\_\_\_

**SUPPLEMENT TO SCHEDULE 1**

<b>Grantor</b>	<b>Trademark</b>	<b>Serial No.</b>	<b>Registration No.</b>	<b>Reg./Filing Date</b>
Freeway Insurance Services, Inc.	Freeway	77546480	3591103	03/17/09
Freeway Insurance Services, Inc.	It's That Thing You're Speeding On	77339544	3584286	03/03/09
Freeway Insurance Services, Inc.	Siempre Gana Con	77660604	Pending	01/30/09