

06-18-2001

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
05112001

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership

- Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

06/15/2001 TDIAZ1 00000145 78048652

40.00 CP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002315 FRAME: 0184

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement 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. Charges to deposit account are authorized, as indicated herein.

W. Scott Brown

[Signature]

6/6/01

Name of Person Signing

Signature

Date Signed

ASSIGNMENT

WHEREAS, Dynegy Holdings Inc., a corporation duly organized under the laws of the state of Delaware, is the owner of the following United States federal trademark registrations and pending applications (hereinafter collectively referred to as the "Marks"):

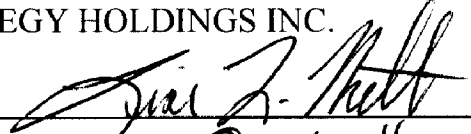
MARK	SERIAL/REGISTRATION NO.
DYNEGY	2,391,986
DYNEGYCONNECT	78/048,652
DYNEGYDIRECT	78/013,225
DYNEGY & DESIGN (Handstand Figure)	75/497,120
DYNEGY & DESIGN (Square)	2,383,862
DYNEGY & DESIGN (Running Figure)	75/495,610
HANDSTAND DESIGN	76/034,245
RUNNING FIGURE	2,431,818
SQUARE DESIGN	2,431,806
THE ENERGY STORE	2,179,854

WHEREAS, Dynegy Inc., a corporation duly organized under the laws of the state of Illinois, is desirous of acquiring the entire right, title, and interest of said Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt, sufficiency and adequacy of which is hereby acknowledged, Dynegy Holdings Inc. does hereby assign unto Dynegy Inc. all right, title, and interest in and to the Marks together (i) the right to sue for and be entitled to (a) damages for infringement of said Marks and (ii) the goodwill of the business symbolized by the Marks.

EXECUTED this 11th day of May, 2001.

DYNEGY HOLDINGS INC.

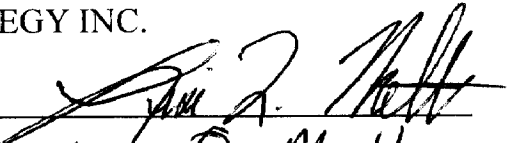
By: 

Name: Lisa Q. Metts

Title: Vice President and Assistant General Counsel

Date: 5-11-01

DYNEGY INC.

By: 

Name: Lisa Q. Metts

Title: Vice President and Assistant General Counsel

Date: 5-11-01

Houston:520201.1