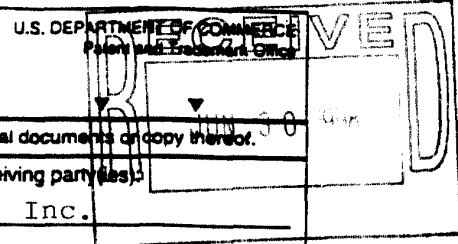


07-13-1998



100761884

To the Honorable Commissioner of Patents

1. Name of conveying party(ies):
Gymboree Corporation

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

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: Gym-Mark, Inc.

Internal Address: 700 Airport Blvd
Street Address: Suite 200
City: Burlingame State: CA ZIP: 94010

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 3/26/98

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
74/350,087
74/519,699
74/377,972

B. Trademark registration No.(s)
1,926,506 10/10/95
1,964,606 3/26/96
1,964,409 3/26/96

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Antonio R. Sarabia II
Internal Address: Antonio R. Sarabia II Inc.
Street Address: 1632 Mathews Avenue
Manhattan Beach, Ca. 90266
City: Manhattan State: CA ZIP: 90266

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41):..... \$ 90.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
(Attach duplicate copy of this page if paying by deposit account)

07/10/1998 DCDATES 00000200 74350087
01 FC:481 40.00 0P
02 FC:482 50.00 0P

DO NOT USE THIS SPACE

9. 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.

Antonio R. Sarabia II [Signature] April 12, 1998
Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 4

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 1751 FRAME: 0803

