

SCHEDULE A

RDM HOLDINGS, INC. REGISTERED U.S. TRADEMARKS

(Registrant is still listed as Roadmaster Corporation)

<u>MARK</u>	<u>REG. NO.</u>	<u>CONVEYING PARTY</u>
AMERICAN PLAYWORLD	2,022,935	Roadmaster
AP AMERICAN PLAYWORLD AND DESIGN	1,944,360	Roadmaster
AP DESIGN ONLY	1,969,707	Roadmaster
BIG TEX	1,730,379	Roadmaster
FLEXIBLE FLYER AND DESIGN	1,008,433	Roadmaster
FLEXIBLE FLYER	0,055,077	Roadmaster
FLEXIBLE FLYER	0,042,650	Roadmaster
FLEXIBLE FLYER AND DESIGN	1,590,034	Roadmaster
FLEXIBLE FLYER AND DESIGN	1,738,359	Roadmaster
KID COMFORT	1,774,711	Roadmaster
PRODIGY SWING SYSTEM	2,019,665	Roadmaster
SHOE LOOP	1,831,453	Roadmaster
TRIPLE SKY GLIDER	1,751,972	Roadmaster
FLIP-OVER FUN AND DESIGN	75-268,183	Roadmaster
FLIP-OVER FUND	75-268,182	Roadmaster
GYM DANDY	74-666,849	Roadmaster
GYM DANDY	75-131,897	Roadmaster

Common-law Trademarks and Service Marks

American Playworld (and design)

Rock About (and design)

Saturn (and design)

Voyager (and design)

Makes You Want to Jump! (and design)

Challenger (and design)

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ASSIGNMENT OF TRADEMARKS

WHEREAS, RDM Holdings, Inc., a Delaware corporation, having a principal place of business at 267 Highway 74 North, Suite 5, Peachtree City, Georgia 30269 (hereinafter "Assignor"), is the owner of all right, title and interest in and to the registered, pending and/or common law trademarks which are set forth on Schedule A attached hereto (the "Trademarks"); and

WHEREAS, FF Acquisition Corp., a Delaware corporation, having a principal place of business at 450 Park Avenue, 28th Floor, New York, New York 10022 (hereinafter "Assignee"), has acquired said Trademarks through an Asset Purchase Agreement by and among Assignor, Sports Group, Inc. and Assignee, signed and dated December 12, 1997 (hereinafter "Agreement").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by Assignor, and intending to be legally bound hereby, Assignor does hereby assign, sell, transfer, set over and quit claim unto Assignee the full extent of its worldwide right, title and interest in and to the Trademarks and all registrations therefor, together with all the good will of the business symbolized by the Trademarks, including all the rights Assignor has to sue for and collect damages and other recoveries for past infringement thereof.

CORPMT/91719.1

TRADEMARK
REEL: 1768 FRAME: 0107

And for the consideration aforesaid, Assignor agrees that it will, upon request, execute and deliver to Assignee any and all additional papers and generally do all other and further lawful acts deemed necessary by said Assignee to carry out the terms of this Agreement.

Executed this 12th day of December, 1997.

RDM HOLDINGS, INC.

By: James L. Marden
Name: James L. Marden
Title: President

STATE OF GEORGIA :
:
COUNTY OF FULTON :

The foregoing instrument was acknowledged before me in the City of Atlanta, this 12th day of December, 1997, by James L. Marden, whose title is President of RDM Holdings, Inc., a Delaware corporation, on behalf of the corporation.

My Commission Expires: Notary Public, Gwinnett County, Georgia
My Commission Expires September 14, 1998

(Notarial Seal)

Nancy A. Bradley
Notary Public