

MRD 10-19-98

KOLISCH
HARTWELL
DICKINSON
McCORMACK
& HEUSER

A Professional Corporation

10-29-1998



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ATTORNEYS

October 15, 1998

Our File - WMO 4P1

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Assistant Commissioner for Trademarks
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Sir:

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

Of Counsel:
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Enclosed for recordation in the records of the U.S. Patent and
Trademark Office is an original of a document with particulars as follows:

(1) Name of conveying party:

Mattel, Inc., a Delaware corporation

(2) Name and address of receiving party:

Wham-O, Inc.
3830 Del Amo Boulevard, Suite 101
Torrance, California, 90503-2119;
a Delaware corporation

(3) The nature of the conveyance is an Assignment which
was executed May 5, 1998.

00000142 7538767 40.00 00
10/28/1998 50000000
FC:481

TRADEMARK
REEL: 1805 FRAME: 0238

(4) Any and all correspondence concerning this document should be addressed and mailed to the following:

Owen W. Dukelow
Kolisch, Hartwell, Dickinson,
McCormack & Heuser
200 Pacific Building
520 S.W. Yamhill Street
Portland, Oregon 97204

(6) The total number of trademark applications involved in this conveyance is 1.

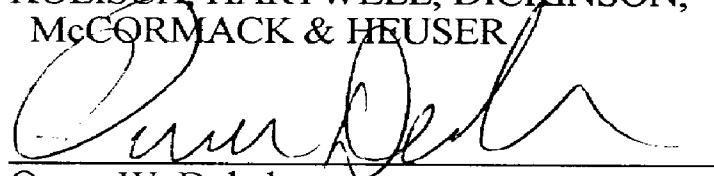
(7) Our check in the amount of \$40.00 to cover the recordation fee is enclosed, in accordance with 37 C.F.R. § 3.41.

(8) Please charge our Deposit Account No. 11-1540 for any additional fees which may be required. A duplicate copy of this form is attached.

(9) 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.

Respectfully submitted,

KOLISCH, HARTWELL, DICKINSON,
McCORMACK & HEUSER



Owen W. Dukelow
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TOTAL NUMBER OF PAGES
COMPRISING COVER SHEET: 3

ASSIGNMENT OF TRADEMARKS

WHEREAS, Mattel, Inc. a Delaware corporation ("Mattel"), of 333 Continental Boulevard, El Segundo, California 90245-5012, owns or holds title to the trademark VECTRA; and

WHEREAS, Wham-O Inc., a Delaware corporation ("Buyer"), of 3830 Del Amo Boulevard, Suite 101, Torrance, California 90503-2119, is desirous of acquiring all of Mattel's rights, title and interest in, to and under the trademark VECTRA and an application thereof pending in the U.S. Patent and Trademark Office, Ser. No. 75/315,767, filed June 27, 1997 in International Class 28, for sporting goods, namely bodyboards, as well as any other applications and registrations thereof, together with the goodwill appurtenant thereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Mattel does hereby assign, grant, bargain, sell, transfer and deliver to Buyer all right, title and interest, in, to and under the trademark VECTRA, together with the goodwill of the business symbolized by such trademark, and any and all applications and registrations thereof, to have and to hold the same unto Buyer.

Mattel, at the request of Buyer, shall, or shall cause its affiliates to, promptly execute and deliver to Buyer all such further assignments and other documents, in form and substance reasonably satisfactory to Buyer and its counsel and to Mattel and its counsel, and to take such further action as Buyer may reasonably request, in order to vest in Buyer title to the trademark VECTRA.

IN WITNESS WHEREOF, Mattel has caused this instrument to be signed by its proper corporate officer this 5 day of May, 1998.

MATTEL, INC.
a Delaware corporation

By: [Signature]
Leland P. Smith
Assistant General Counsel and
Secretary

STATE OF CALIFORNIA)
) SS.
COUNTY OF LOS ANGELES)

On May 5, 1998, before me, the undersigned, personally appeared Leland P. Smith, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

[Signature]
Notary Public

