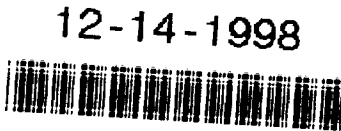


Handwritten: 12/10/98
REC



100919910

To the Honorable Commissioner of Patent
thereof.

Attached original documents or copy

1. Name of conveying party(ies):
Wild Planet, Inc.

Individual(s) Association

General Partnership Limited Partnership
 Corporation-State Utah
 Other _____

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

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

Execution Date: October 1, 1998

2. Name and address of receiving party(ies):
 Name: Wild Planet Toys, Inc.

Internal Address: _____

Street Address: 98 Battery St., Ste 300

City: San Francisco State: CA ZIP 94111

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
 (Designation must be a separate document from Assignment).
 Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

B. Trademark Registration No.(s)
1,864,785

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence
 concerning document
 should be mailed:
Tsan Merritt-Poree
 Name: Cooley Godward LLP

Internal Address: _____

Street Address: One Maritime Plaza, 20th Floor

City: San Francisco State: CA ZIP 94111

6. Total number of applications and registration
 involved: |

7. Total fee (37 CFR 3.41):.....
\$40.00

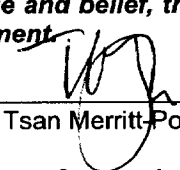
Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

 (Attach duplicate copy of this page if paying by
 deposit account)

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.

 _____
 Tsan Merritt-Poree December 7, 1998

Total number of pages including cover sheet, attachments, and document: 40

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

40.00\$P
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JWATKINS 00000000
12/14/1998

EXHIBIT B

ASSIGNMENT OF MARK

WHEREAS, **Wild Planet, Inc.**, ("Assignor"), a Utah corporation located and doing business in Sandy, Utah has adopted, used and is using the mark WILD PLANET (the "Mark"), which is Registered in the United States Patent and Trademark Office as follows:


Trademark: WILD PLANET
Registration No.: 1,964,785

WHEREAS, **Wild Planet Toys, Inc.** ("Assignee"), a California corporation located and doing business in San Francisco, California, is desirous of acquiring the Mark;

NOW, THEREFORE, for good and valuable consideration the receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all its right, title, and interest in and to the Mark, together with the goodwill of the business symbolized by and associated with the Mark.

Signed this 30 day of October, 1998

ASSIGNOR
WILD PLANET, INC.



Scott L. Ballard
Vice President
Wild Planet, Inc.