

RECOF
T

06-03-1999

:ET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings □ □ □ ▼



101023346

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

USAnimation Inc.

☐ Individual(s)☐ General Partnership☒ Corporation-State☐ Other☐ Association☐ Limited PartnershipAdditional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance: 3-24-99

☐ Assignment☐ Merger☐ Security Agreement☐ Change of Name☒ Other To correct the assignee name and address in the Assignment recorded at Reel 1553 frames 395-398.

Execution Date: November 26, 1996

2. Name and address of receiving party(ies)

Name: Toon Boom Technologies U.S.A. Inc.

Internal Address: Suite 201

Street Address: 3601 West Alameda Blvd.

City: Burbank State: CA ZIP: 91505

☐ Individual(s) citizenship☐ Association☐ General Partnership☐ Limited Partnership☒ Corporation-State Delaware☐ OtherIf 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

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

74/695,713

B. Trademark Registration No.(s)

Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: A. Yates Dowell, III

Internal Address: Suite 309

03/26/1999 JSHABAZZ 00000122 74695713

01 FC:481

40.00 OP

Street Address: 1215 Jefferson Davis Hwy.

City: Arlington State: Va. ZIP: 22202

6. Total number of applications and registrations involved: 1

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

☒ Enclosed check no. 2244☐ Authorized to be charged to deposit account T-61

8. Deposit account number:

04-1577

(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.

A. Yates Dowell, III

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: 9

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231TRADEMARK
REEL: 1873 FRAME: 0153

Trademark: USANIMATION

Application Serial No: 74/695,713

Registration No: 2,064,189

AFFIDAVIT

I, the undersigned, Jacques Bilodeau, businessman, a citizen of Canada having a place of business at 7, Laurier Street, Montreal, Province of Quebec, H2T 1E4 Canada, do solemnly affirm the following:

1. I am the President of Toon Boom Technologies U.S.A. Inc., a corporation of Delaware, the surviving corporation of a merger with USAnimation Inc., a Certificate of Merger having been filed with the Office of the Secretary of State of Delaware on January 6, 1997 and I was the President of Toon Boom Technologies U.S.A. Inc., a Delaware corporation, as it existed on November 26, 1996.


2. I am aware of the circumstances surrounding an Assignment which occurred on November 26, 1996.

3. I possess full authority to represent Toon Boom Technologies U.S.A. Inc. in the present matter and I am equally authorized to make the present Affidavit.

4. Attached is a true, correct, and complete copy of the Recordation Form Cover Sheet and accompanying Assignment signed on November 26, 1996 which was recorded at Trademark Reel 1553 frames 0395-0398 at the U.S. Patent and Trademark Office. The Recordation Form Cover Sheet and Assignment incorrectly identify the receiving party of Assignee as Toon Boom Technologies Inc., a Delaware Corporation. This is a non-existent corporation.


5. The said Recordation Form Cover Sheet and Assignment should have identified the receiving party or Assignee as Toon Boom Technologies U.S.A. Inc., a Delaware corporation with a business address at Suite 201, 3601 West Alameda Blvd., Burbank, CA 91505. Accordingly, the Cover Sheet and Assignment should be corrected nunc pro tunc as of November 26, 1996, so that the receiving party or Assignee is identified as Toon Boom Technologies U.S.A. Inc., a Delaware corporation at the corrected address.

AND I HAVE SIGNED



Name: Jacques Bilodeau
Title: President

Solemnly affirmed before me in Montreal
on this 15 day of march 1999.



Commissioner of Oath or person duly
Authorized to receive the present Oath



RECEIVED

FEB 10 1997

RECORDATION FORM COV
TRADEMARKS

02-18-1997

COMMER-
demark CH

100354649

, thereof.

To the Honorable Commissioner of Patents and Trademarks: Please record

1. Name of conveying party(ies):

USAnimation Inc.

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State California
☐ 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: November 26, 1996

2. Name and address of receiving party(ies):

Name: Toon Boom Technologies Inc.

Internal Address:

Street Address: 818 N. La Brea

City: Los Angeles State: CA ZIP: 90038

- ☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State Delaware
☐ 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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

74/695713

B. Trademark registration No.(s)

Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Gina Griffin

Internal Address:

Loeb & Loeb LLP

Suite 1800

Street Address: 1000 Wilshire Boulevard

City: Los Angeles State: CA ZIP: 90017

6. Total number of applications and registrations involved: 1

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.

Gina Griffin

Name of Person Signing

Signature

Date

Total number of pages comprising cover sheet: 1

ASSIGNMENT OF TRADEMARKS
TO SUCCESSOR COMPANY

Assignor: USAnimation Inc., a California corporation, located at 818 North La Brea, Los Angeles, California 90038-3341.

Assignee: Toon Boom Technologies Inc., a Delaware corporation, located at 818 North La Brea, Los Angeles, California 90038-3341.

(1) Assignor is the owner of all right, title and interest in and to all of the United States and foreign trademarks, and the registrations and applications therefor, listed in Schedule A attached hereto and incorporated herein.

(2) Assignee has succeeded to the business, assets and appurtenant goodwill of Assignor through process of law.

(3) In consideration of the sum of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor agrees to sell, assign and transfer and does hereby sell, assign and transfer to the above-named Assignee, its successors and assigns, the entire and exclusive right, title and interest in and to all of the United States and foreign trademarks, and the registrations and applications therefor, listed in Schedule A, together with the goodwill of the business symbolized by said trademarks, and together with the right to recover for past infringement.

(4) Assignor hereby binds itself properly to execute without further consideration any and all applications, oaths, petitions, assignments or other papers or instruments which may be necessary in order to carry into full force and effect the assignment and transfer hereby made or intended to be made, and Assignor covenants that it has full right to convey the entire interest herein assigned and that it has not executed and will not execute any agreement in conflict therewith.

SIGNED AND SEALED this 26 day of November, 1996.

ASSIGNOR:
USANIMATION INC.,
a California Corporation

By: Shelley Miles
Name: Shelley Miles
Title: President

(Corporate Seal)

State of California)
) SS:
County of Los Angeles)

On this 24 day of November, 1996, before me Gina Griffin
a Notary Public for the State of California, personally appeared Shelley
Miles, 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.

Gina Griffin
Notary Public



(SEAL)

SCHEDULE A

PENDING TRADEMARKS

<u>Mark</u>	<u>Country</u>	<u>Application Number</u>	<u>Filing Date</u>
USANIMATION	United States (USPTO Principal Register)	74/695713	June 28, 1995
USANIMATION	Canada	794,925	October 16, 1995
USANIMATION	Singapore	8014/95	August 24, 1995
USANIMATION	Japan	105170/75	October 13, 1995
USANIMATION	Korea	40780/1995	October 25, 1995
USANIMATION	China	950161755	December 22, 1995
USANIMATION	Germany	395 52 604.3	December 27, 1995
USANIMATION	India	693484	January 4, 1996
USANIMATION	Indonesia	D95 24483	December 27, 1995
USANIMATION	Malaysia	95/13718	December 22, 1995
USANIMATION	Philippines	104815	December 26, 1995
USANIMATION	France	95601448	December 15, 1995