

05-03-1999

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To the Honorable Commissioner of Patents and Trademark

101026723

All documents or copy thereof.

1. Name of conveying party(ies):

Lewis Galoob Toys, Inc.
500 Forbes Boulevard
South San Francisco, CA 94080

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: November 4, 1996

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

Name: Galoob Toys, Inc.

Internal Address:

Street Address: 500 Forbes Boulevard
South San Francisco, CA ZIP: 94080

- 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)

B. Trademark registration No.(s)

1,843,745

Additional numbers attached? Yes No

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

Name: Paul N. Vanasse

Internal Address: Hasbro, Inc.

Street Address: 1027 Newport Avenue

City: Pawtucket State: RI ZIP: 02862

6. Total number of applic registrations involved:

04-15-1999

U.S. Patent & TMO/TM Mail Rpt Dt. #01

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)

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(40.00 DP)

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.

Paul N. Vanasse
Name of Person Signing

Paul n. Vanasse
Signature

April 9, 1999
Date

Total number of pages (including cover sheet)

1

CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
LEWIS GALOOB TOYS, INC.

THE UNDERSIGNED, being Secretary of Lewis Galoob Toys, Inc. (the "Corporation"), hereby certifies that:

FIRST: The name of the Corporation is Lewis Galoob Toys, Inc.

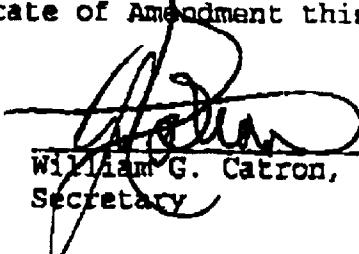
SECOND: The Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on June 23, 1987.

THIRD: Article First of said Certificate of Incorporation is hereby deleted in its entirety and replaced with the following:

"FIRST: The name of the Corporation is Galoob Toys, Inc.

FOURTH: The foregoing amendment herein certified has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, William G. Catron, Secretary, has duly executed this Certificate of Amendment this 4th day of November, 1996.



William G. Catron, Esq.
Secretary

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "LEWIS GALOOB TOYS, INC.", CHANGING ITS NAME FROM "LEWIS GALOOB TOYS, INC." TO "GALOOB TOYS, INC.", FILED IN THIS OFFICE ON THE SIXTH DAY OF NOVEMBER, A.D. 1996, AT 10 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9629077

DATE: 03-15-99