

ASSIGNMENT

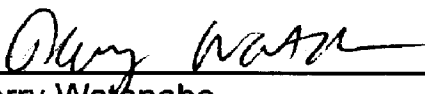
WHEREAS, ORIENTAL TRADING COMPANY, INC., a Nebraska corporation with a principal place of business of 4206 South 108th Street, Omaha, Nebraska 68137, has adopted, used and is using the following trademarks which are registered in the United States Patent and Trademark Office, and attached hereto as Exhibit A and Exhibit B, respectively, namely:

<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
MISCELLANEOUS DESIGN	2,144,168	March 17, 1998
MISCELLANEOUS DESIGN	2,234,368	March 23, 1999

WHEREAS, FUN EXPRESS, INC., a Nebraska corporation, with a principal place of business at 4206 South 108th Street, Omaha, Nebraska 68137, is desirous of acquiring said trademarks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said ORIENTAL TRADING COMPANY, INC. does hereby assign unto the said FUN EXPRESS, INC. all right, title and interest in and to the said marks, together with the good will of the business symbolized by the marks, and the above identified registrations thereof, and including all actions and causes of actions relating to the foregoing trademarks, and all damages, profits, penalties and other recoveries thereto.

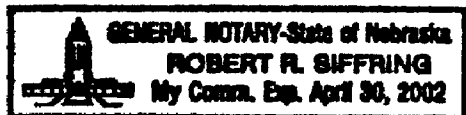
ORIENTAL TRADING COMPANY, INC.

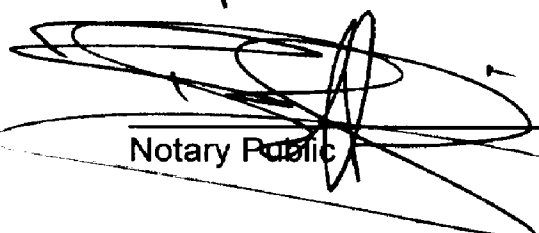
By 
Terry Watanabe
President

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On this 4TH day of August, 1999, before a Notary Public in and for the county and state aforesaid, appeared TERRY WATANABE, to me personally known to be the person whose name is subscribed to the foregoing instrument and acknowledged that he executed said instrument as his free and voluntary act for the uses and purposes therein expressed.

Witness my hand and seal the day and year last above given.




Notary Public

Int. Cl.: 35

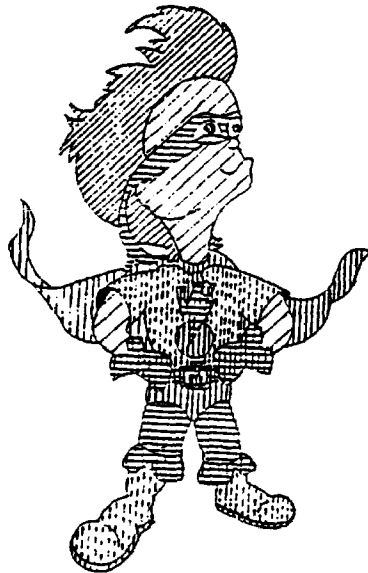
Prior U.S. Cls.: 100, 101 and 102

Reg. No. 2,144,168

United States Patent and Trademark Office

Registered Mar. 17, 1998

**SERVICE MARK
PRINCIPAL REGISTER**



ORIENTAL TRADING COMPANY, INC. (NE-
BRASKA CORPORATION)
4206 SOUTH 108TH STREET
OMAHA, NE 68137

FOR: WHOLESALE AND RETAIL STORE
AND DISTRIBUTORSHIP SERVICES IN THE
FIELD OF TOYS, NOVELTIES, GIFTWARE,
HOUSEHOLD ITEMS, AND DECORATIVE
ITEMS, IN CLASS 35 (U.S. CLS. 100, 101 AND
102).

FIRST USE 5-15-1996; IN COMMERCE
5-15-1996.

THE MARK IS LINED FOR THE COLORS.
YELLOW, RED, PURPLE, BLUE, AND BEIGE
(FLESH TONE).

SER. NO. 75-172,557, FILED 9-26-1996.

DARLENE BULLOCK, EXAMINING ATTOR-
NEY

EXHIBIT A

Int. Cl.: 16

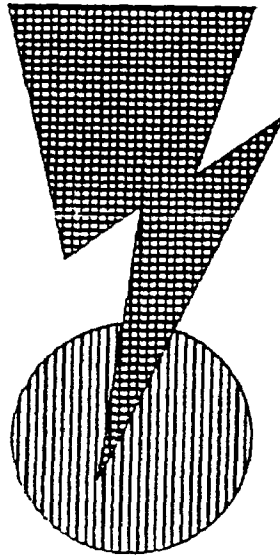
Prior U.S. Cls.: 2, 5, 22, 23, 29, 37, 38 and 50

Reg. No. 2,234,368

United States Patent and Trademark Office

Registered Mar. 23, 1999

**TRADEMARK
PRINCIPAL REGISTER**



ORIENTAL TRADING COMPANY, INC. (NE-
BRASKA CORPORATION)
4206 SOUTH 108TH STREET
OMAHA, NE 68137

FIRST USE 5-15-1996; IN COMMERCE
5-15-1996.

THE MARK IS LINED FOR THE COLORS
RED AND YELLOW.

FOR: PRINTED MATTER, NAMELY, MAIL
ORDER PROMOTIONS CATALOGS, PROMO-
TIONS POSTERS, PAPER BAGS AND PAPER
SACKS AND ACTIVITY BOOKS , IN CLASS 16
(U.S. CLS. 2, 5, 22, 23, 29, 37, 38 AND 50).

SER. NO. 75-491,043, FILED 5-26-1998.

DOMINICK J. SALEMI, EXAMINING ATTOR-
NEY

EXHIBIT B