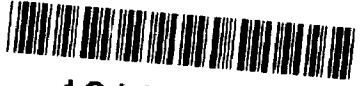


MRD
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12-17-1999



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LEET

Patent and Trademark Office
Docket No. 43143-24002

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

1. Name of conveying party(ies):
Genex LLC

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Other California Limited Liability Company

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

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

Name: **Toytime, Inc.**
Internal Address:
Street Address: **2459 208th Street**
City: **Torrance, State: California ZIP: 90501**

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

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other:

Execution Date: October 15, 1999

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

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s) B. Registration No.(s)

75/687,059

Additional numbers attached? Yes No

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

**Martha P. Siegel
Morrison & Foerster LLP
425 Market Street
San Francisco, California 94105-2482**

6. Total number of applications and trademark registrations involved: **1**

7. Total fee (37 C.F.R. § 3.41): **\$40.00**

Enclosed
 Authorized to be charged to deposit account, referencing Attorney Docket 43143-24001 *Charge*

8. Deposit account number: 03-1952 *40.00*

The Commissioner is hereby authorized to charge any fees under 37 C.F.R. § 1.21 which may be required by this paper, or to credit any overpayment to Deposit Account No. 03-1952.

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.

Name: **Martha P. Siegel**

Martha Siegel 6/18/99
Signature Date

Total number of pages comprising cover sheet, attachments and document: **3**

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

sf-769756

**ASSIGNMENT OF PENDING INTENT TO USE
TRADEMARK APPLICATION ASSIGNMENT**

WHEREAS, Genex LLC, a California Limited Liability Company ("Genex"), having its principal place of business at 2459 208th Street, Torrance, California, 90501, has intended to use the mark TOYTIME.COM in classes 35 in commerce and has filed an application, now assigned Serial No. 75/687,059, indicating that intention, but has not yet filed an allegation of use under §§ 1 (c) or 1 (d) of The Trademark Act, and

WHEREAS, Genex is assigning the mark in the above identified application as part of the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. §1060;

WHEREAS, Toytime, Inc., a Delaware corporation ("Toytime") having its principal place of business at 2459 208th Street, Torrance, California, 90501, the successor of the ongoing and existing business, or portion thereof, of TOYTIME.COM, to which the mark pertains, is desirous of acquiring said trademark and the pending intent-to-use application therefor, along with the business associated with the mark;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Genex does hereby assign to Toytime all right, title and interest in and to the trademark TOYTIME.COM and the goodwill of business symbolized thereby.

Signed at Torrance, California, this 15 day of October, 1999.


GENEX LLC

By: 

Name: San Khurana

Title: Principal

TOYTIME INC.

By: 

Name: San Khurana

Title: Principal

sf-768885

State of CA

County of Los Angeles) ss:

On this 18 day of October, 1999, personally appeared _____, to me known and known to me to be a _____ of _____, the assignor above named, and acknowledged that he executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received.

[Handwritten Signature]

Notary Public

