U.S. DEPARTMENT OF COMMERCE

10-27-1999	
101100054	

Patent	and	Trader	nark	Offic

MRD 10123717						
To the Honorable Commissioner of Patents a 101	183654 d original documents or copy the next					
1. Name of conveying party(ies):	2. Name and address of receiving parties:					
CENTURI CORPORATION	Name: MATTEL, INC.					
[] Individual(s) [] Association	Internal Address:					
[] General Partnership	Street Address: 333 Continental Boulevard					
[] Other	City: El Segundo State: CA Zip: 90245					
Additional name(s) of conveying parties attached?] Yes x No	Country: USA					
3. Nature of conveyance:	[] Individual(s) Citizenship					
[X] Assignment [] Merger	[] General Partnership [] Limited Partnership [X] Corporation - State of Delaware [] Other					
[] Security Agreement [] Change of Name						
[] Other	If Assignee is not domiciled in the United States, a domestic representative designation is attached [] yes [X] no					
Execution Date: <u>June 30, 1999</u>	Additional name(s) & address(es) attached?] Yes [x] No					
4. Application number(s) or Registration number	er(s):					
A. Trademark Application No(s).:	B. Trademark Registration No(s)					
	U.S. Reg. No. 2,044,984					
	Additional numbers attached? [] Yes [x] No					
5. Name and address of party to whom	Total number of applications and registrations involved					
correspondence concerning document should be mailed:	in this request for correction: [1]					
	7. Total fee (37 CFR 3.41) \$ 40.00					
Name: RIORDAN & McKINZIE	[X] Enclosed Check No. 55948					
Internal Address:	Any additional fees which may be required are					
Street Address: 300 South Grand Avenue	[] Authorized to be charged to deposit account					
29th Floor,	No					
City: Los Angeles State: CA Zip: 90071	8. Deposit account number:					
	(Attach duplicate copy of this page if paying by deposit account))					
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attached copy is a true copy of the origina	foregoing information is true and correct and any Adocument.					
)4						
Scott R. Miller, Esq. 7000 0/2/1999 min Per 5000 29 120 1984 Sig	October 21, 1999 nature Date					
40.00 90						
Total number of pages including cover sheet, Mail documents to be recorded with required cover sheet	attachments, and documents: [5 including check]					
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including time for reviewing the document and gathering the date needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction

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TRADEMARK

REEL: 001979 FRAME: 0766

ASSIGNMENT OF TRADEMARK RIGHTS



WHEREAS, Centuri Corporation, a Delaware corporation ("Centuri"), has adopted, used and is using certain of those marks listed on Exhibit A attached hereto, and:

WHEREAS, Mattel, Inc., a Delaware corporation ("Mattel"), is desirous of acquiring the worldwide rights in and to the marks on Exhibit A, as well as any registrations thereof, together with the goodwill appurtenant thereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Centuri Corporation does hereby assign, grant, bargain, sell, transfer and deliver to Mattel any of its worldwide right, title and interest, in and to the marks listed on Exhibit A attached hereto, together with the goodwill of the business symbolized by such marks, and any and all registrations thereof, including but not limited to those identified on Exhibit A, to have and to hold the same unto Mattel. This Assignment shall be effective as of April , 1999.

Centuri, at the request of Mattel, shall, or shall cause its affiliates to, promptly execute and deliver to Mattel all such further assignments and other documents, in form and substance reasonably satisfactory to Mattel and its counsel and Centuri and its counsel, and to take such further action as Mattel may reasonably request, in order to vest in Mattel title to the marks listed on Exhibit A.

IN WITNESS WHEREOF, Centuri Corporation has caused this instrument to be signed by its proper corporate officer this 30 day of June, 1999.

CENTURI CORPORATION

Name:
Title: Paradent

STATE OF COLORADO)
COUNTY OF Tremont) ss.)

On bold 1999, before me, the undersigned, personally appeared 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 of the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Notary Public

My Commission Explics

EXHIBIT A

Any and all rights, title and interest in the marks Sizzler and/or Sizzlers for use with "toy cars, tracks and accessories therefor," including but not limited to U.S. Reg. No. 2,044,984.

Any and all, if any, rights, title and interest in the mark sought to be registered in Canadian Appln. Serial No. 767,584, as well as any, if any, rights in the application or registration of that mark for the goods listed in the aplication.

.LADOCS;243052;1

RECORDED: 10/25/1999

TRADEMARK REEL: 001979 FRAME: 0769