



Tab settings

101265338

Attached original documents or copy thereof.

| | | | | | |
|--|---|---------------------------------|----------------------------------|--|------------------------|
| <p>1. Name of conveying party(ies): Just Toys, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State Delaware <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | <p>2. Name and address of receiving party(ies) Name: <u>Fantasy Toys, Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>2142 Grahn Dr.</u></p> <p>City: <u>Santa Rosa</u> State: <u>CA</u> ZIP: <u>95404</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>California</u> <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached. <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</small></p> | | | | |
| <p>3. Nature of conveyance: <u>1-24-2000</u></p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>December 31, 1998</u></p> | | | | | |
| <p>4. Application number(s) or patent number(s):</p> <table border="0"> <tr> <td data-bbox="256 724 836 850">A. Trademark Application No.(s)</td> <td data-bbox="836 724 1437 850">B. Trademark Registration No.(s)</td> </tr> <tr> <td></td> <td>1,369,295 1,476,989</td> </tr> </table> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | | A. Trademark Application No.(s) | B. Trademark Registration No.(s) | | 1,369,295 1,476,989 |
| A. Trademark Application No.(s) | B. Trademark Registration No.(s) | | | | |
| | 1,369,295 1,476,989 | | | | |
| <p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Harris Zimmerman</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>1330 Broadway, Suite 710</u></p> <p>City: <u>Oakland</u> State: <u>CA</u> ZIP: <u>94612</u></p> | <p>6. Total number of applications and registrations involved: <u>2</u></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>65.00</u> <u>DEPOSIT ACCT. CHARGED ON</u> <input type="checkbox"/> Enclosed <u>5/26/99</u> CONTROL NO. <u>198,199</u> <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>26-0265</u></p> <p><small>(Attach duplicate copy of this page if paying by deposit account)</small></p> | | | | |
| <p style="text-align: center;">DO NOT USE THIS SPACE</p> <p style="text-align: right;">Change 40.00 NO SARC FEE</p> | | | | | |
| <p>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.</p> <p><u>Harris Zimmerman</u> Name of Person Signing</p> <p> Signature</p> <p style="text-align: right;"><u>January 20, 2000</u> Date</p> <p style="text-align: right;">Total number of pages including cover sheet, attachments, and document: <input type="checkbox"/></p> | | | | | |

Docket: General

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

TRADEMARK
REEL: 002000 FRAME: 0578

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1 original document or copy thereof.

To the Honorable Commissioner of Patents

101048209

1. Name of conveying party(ies):

Just Toys, Inc.
MAR 5-24-99

- 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: December 31, 1998

2. Name and address of receiving party(ies)

Name: Fantasy Toys, Inc.

Internal Address:

Street Address: 2142 Grahn Dr.

City: Santa Rosa State: CA ZIP: 95404

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,369,295
1,476,989

Additional numbers attached? Yes No

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

Name: Harris Zimmerman

Internal Address:

05/25/1999 78004Z 0000194 06065 136985

71 02:481 25:00 CA
00 07:482 25:00 CA

Street Address: 1330 Broadway, Suite 710

City: Oakland State: CA ZIP: 94612

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

26-0265

(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.

Harris Zimmerman
Name of Person Signing

May 21, 1999
Date

Total number of pages including cover sheet, attachments, and document: 4

Docket: General

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box/
Washington, D.C. 20521

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**ASSIGNMENT
OF TRADEMARKS**

WHEREAS, Just Toys, Inc. a corporation organized and existing under the laws of the State of Delaware, with its principal place of business located at 20 Livingstone Avenue, Dobbs Ferry, NY 10522 (hereinafter referred to as "Just"), desires to assign all of its right, title and interest in and to the trademarks listed on Schedule A attached hereto which are registered in the United States Patent and Trademark Office and, as the case may be, in the respective trademark registries of Canada, Japan, Mexico and the United Kingdom and are identified by the registration numbers set forth with respect thereto on Schedule A (hereinafter called the "Trademarks"); and

WHEREAS, Fantasy Toys, Inc., a corporation organized and existing under the laws of the State of California, with its principal place of business located at 2142 Grahn Dr., Santa Rosa, California 95404 (hereinafter referred to as "Fantasy Toys"), is desirous of acquiring the Trademarks; and

WHEREAS, the parties are desirous of effectuating and confirming the assignments described above.

NOW, THEREFORE, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Just hereby sells, transfers, conveys and assigns its entire right, title and interest in and to the Trademarks to Fantasy Toys; and that the parties hereto confirm the assignments described above and confirm that Fantasy Toys is the owner of all of all such right, title and interest in and to the registrations that are set forth on the attached Schedule A together with the goodwill associated therewith; that Fantasy Toys has acquired from Just all of Just's right to prosecute, and to receive and collect for past infringement, unfair competition, dilution of business reputation and causes of action similar to the foregoing of any nature whatsoever with respect to the Trademarks.

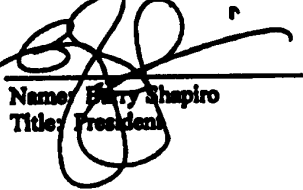
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**TRADEMARK
REEL: 002000 FRAME: 0680**

IN WITNESS WHEREOF, this assignment has been executed by a duly authorized officer of each of the parties hereto.

Dated: as of December 31, 1998

JUST TOYS, INC.

By: 
Name: Barry Shapiro
Title: President

Dated: as of December 31, 1998

FANTASY TOYS, INC.

By: 
Name: Reid D. Bennett
Title: President

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02/0999 13:16

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REEL: 002000 FRAME: 0581

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JUST TOYS, INC.
"FLEXL" - TRADEMARK REGISTRATIONS

| TRADEMARK | COUNTRY | REGISTRATION NUMBER | REGISTRATION DATE | SERIAL NUMBER | FILE DATE |
|-------------|---------|---------------------|-------------------|---------------|------------|
| FLEXBLOCKS | CANADA | 374893 | 10/19/1990 | 642878 | 10/17/1990 |
| FLEXIWHEELS | CANADA | 380890 | 02/13/1991 | 642877 | |
| FLEXIBLOCKS | JAPAN | 2714414 | 06/28/1996 | 63295/1988 | 06/02/1988 |
| FLEXIBLOCKS | MEXICO | 434738 | 12/15/1992 | | |
| FLEXIBLOCKS | UK | 81401583 | 07/26/1991 | | 10/13/1989 |
| FLEXIWHEELS | UK | 81401589 | 07/26/1991 | | 10/13/1989 |
| FLEXIBLOCKS | USA | 1,349,295 | 11/05/1985 | 72539,839 | 05/28/1985 |
| FLEXIWHEELS | USA | 1,476,909 | 02/16/1988 | 72469,905 | 07/02/1987 |

12/27/1988

Page 1

RECORDED: 01/24/2000

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