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FORM PTO-1596

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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy thereof.

<p>1. Name of conveying party(ies): Fulcrum Direct, Inc.</p>	<p>2. Name and address of receiving party(ies): Kids Stuff, Inc. 7835 Freedom Avenue, N.W. North Canton, Ohio 44720-6907</p>
<p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment      <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement      <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: Execution Date: <u>March 26, 2000</u></p>	<p>I hereby certify that this paper is being deposited in the U.S. Postal Service as 1st Class Mail addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20231 on <u>4/18/00</u></p> <p><i>Walter Kujinski</i></p>

<p>4. Application number(s) or registration number(s):</p> <table border="1"> <tr> <td data-bbox="214 724 812 877"> <p>A. Application No(s):</p> </td> <td data-bbox="812 724 1427 877"> <p>B. Registration No(s): 2,237,962 and 2,238,084</p> </td> </tr> </table>		<p>A. Application No(s):</p>	<p>B. Registration No(s): 2,237,962 and 2,238,084</p>
<p>A. Application No(s):</p>	<p>B. Registration No(s): 2,237,962 and 2,238,084</p>		

<p>5. Name and address of party to whom correspondence concerning document should be mailed:  George L. Pinchak WATTS, HOFFMANN, FISHER &amp; HEINKE CO., L.P.A. 1100 Superior Ave., Ste. 1750 Cleveland, Ohio 44114</p>	<p>6. Number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 C.F.R. §§ 2.6(b)(6), 3.41): <u>\$ 80.00</u> <input checked="" type="checkbox"/> Enclosed. <input type="checkbox"/> Authorized to be charged to deposit account. <input checked="" type="checkbox"/> The Commissioner is hereby authorized to credit any overpayment or to charge any fee deficiencies under 37 C.F.R. § 2.6 to our deposit account.</p>
<p>8. Deposit account number: <u>23-0630</u></p>	

05/15/2000 DC OATES 00000119 2237962  
 01 FC:481 40.00 DP  
 02 FC:482 25.00 DP  
 Repln. Ref: 05/15/2000 DC OATES 0010004200  
 BAN:230630 Name/Number:2237962  
 FC: 704 \$15.00 CR

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.*

George L. Pinchak, Reg. No. 37,697      *[Signature]*      April 18, 2000  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 2

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

TRADEMARK ASSIGNMENT

Fulcrum Direct, Inc., a Delaware corporation, having a place of business at 22 Union Street, Jamestown, Rhode Island 02835, for good and valuable consideration, receipt of which is hereby acknowledged, does hereby assign to Kids Stuff, Inc., a Delaware corporation, having a principal place of business at 7835 Freedom Avenue, N.W., North Canton, Ohio 44720-6907, its entire right, title, and interest in and to the trademark "Little Feet" and associated U.S. Trademark Reg. Nos. 2,237,962 and 2,238,084, copies of which are attached in Exhibit A hereto, together with the goodwill of the business symbolized by the trademark and including the right to sue and recover for past infringement of the Trademark, if any.

This assignment is subject to and in accordance with the provisions of the Trademark Purchase Agreement by and between Fulcrum Direct, Inc. and Kids Stuff, Inc.

IN WITNESS WHEREOF, Fulcrum Direct, Inc. has caused this Trademark Assignment to be executed in its name and by its duly authorized representative this 26<sup>th</sup> day of March, 1999.

FULCRUM DIRECT, INC.  
By R.A.S. Management Advisors, Inc.,  
its Chief Restructuring Officer

BY: *Richard A. Sebastiao* (SEAL)  
Richard A. Sebastiao  
President of R.A.S. Management Advisors, Inc.

STATE OF MA :  
                  : SS.  
COUNTY OF Bristol :

On this 26 day of March, 2000, before me appeared *Richard A. Sebastiao* the person who signed this instrument, who acknowledged that he signed it as his free act on behalf of Fulcrum Direct, Inc., and that he is authorized to sign this assignment as on behalf of Fulcrum Direct, Inc.

*Richard A. Lombardi*  
Notary Public  
My Commission Expires: *2/28/02*