

10-11-2000



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other _____
- Effective Date
Month Day Year
02 22 00

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year
05 24 00

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization

10/10/2000 MTHAI1 00000034 220287 75873779 FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 25.00 CH

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

TRADEMARK
REEL: 002152 FRAME: 0722

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Daniel Chung
Name of Person Signing

[Signature]
Signature

8/21/00
Date Signed

ASSIGNMENT

This assignment is made as of February 22, 2000 by and between FLYING COLORS TOYS, INC., Michigan Corporation ("Flying Colors") f/k/a Colorbok Paper Products, Inc., with an address at 2810 Baker Road, Suite 100, Dexter, MI 48130, as Assignor and MTV NETWORKS, a division of VIACOM INTERNATIONAL, INC. ("MTV"), a Delaware Corporation with an address at 1515 Broadway, New York, NY 10036.

Whereas Flying Colors wishes to sell, and MTV wishes to acquire all of Flying Colors' right, title and interest in the trademarks "GOOOZ" and "GOOOZE" (the "Intellectual Property").

NOW, THEREFORE, for good and valuable consideration:

1. For the sum of One Dollar, receipt of which is hereby acknowledged, Flying Colors hereby sells, assigns, transfers and conveys to MTV all of Flying Color's right, title and interest in and to the Intellectual Property.

2. Contemporaneously with the execution of this agreement, Flying Colors and MTV shall enter into a license agreement in the form annexed hereto as Exhibit A.

3. Flying Colors hereby represents and warrants only, to the best of its actual knowledge, that it has the right, power and authority to enter into the Agreement.

4. Assignee acknowledges that this Assignment is subject to the License rights of EdiZONE, LC, pursuant to a certain License Agreement dated February 8, 2000, including the rights to sublicense thereunder, and the rights of Gayner Industries, Inc., Implus Corporation and OddZon, Inc. pursuant to license agreements executed prior to February 8, 2000. Licensee takes subject to any and all rights of EdiZONE, LC, Gayner Industries, Inc., Implus Corporation and OddZon, Inc. in the Intellectual Property.

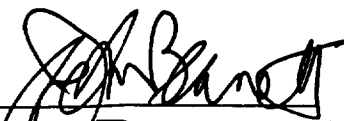
IN WITNESS WHEREOF, the parties intending to be legally bound, have cause this Agreement to be duly executed.

FLYING COLORS TOY, INC.

By _____

Title _____

Date _____


Chief Financial Officer
5/24/00

MTV NETWORKS,

a Division of Viacom International, Inc.

By _____

Title _____

Date _____

