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U.S. DEPARTMENT OF COMMERC
Patent and Trademark Offic

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To the Honorable Commissioner of P ... e attached original documents or copy thereof.

1. Name of conveying party(ies):

KB Gear Interactive, Inc.
10250 Valley View Road
Suite 137
Eden Prairie,MN 55344

MRD 11.16.00

- ☐ Individual(s)
- ☐ General Partnership
- ☒ Corporation-State
- ☒ Other Notice of Security Interest
- ☐ Association
- ☐ Limited Partnership

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

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

Name: Wells Fargo Business Credit, Inc.

Internal Address: Wells Fargo Center

Street Address: 6th Street and Marquette Avenue

City: Minneapolis State: MN ZIP: 55402

- ☐ Individual(s) citizenship
- ☐ Association
- ☐ General Partnership
- ☐ Limited Partnership
- ☒ Corporation-State MN
- ☐ 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

3. Nature of conveyance:

- ☐ Assignment
- ☐ Security Agreement
- ☒ Other Notice of Security Interest
- ☐ Merger
- ☐ Change of Name

Execution Date: May 18, 2000

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

A. Trademark Application No.(s)

See attached Annex 1

B. Trademark registration No.(s)

Additional numbers attached? ☐ Yes ☐ No

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

Name: Penny Heaberlin

Internal Address: Maslon Edelman Borman & Brand LLP
3300 Wells Fargo Center

Street Address: 90 South Seventh Street

City: Minneapolis State: MN ZIP: 55402

6. Total number of applications and registrations involved: 11

7. Total fee (37 CFR 3.41): $

- ☐ Enclosed
- ☐ Authorized to be charged to deposit account

8. Deposit account number:

(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.

Kimberly Buss — Name of Person Signing

Kimberly Buss — Signature

11-7-00 — Date

Total number of pages comprising cover sheet: 3

TRADEMARK
REEL: 002189 FRAME: 0321

ANNEX 1

APPLICATIONS

Trademark	Serial Number/Filed Date
JamCam, Jr.	75-809,726/ September 28, 1999
KB Gear	75-644,387/February 18, 1999
SketchBoard Studio	75-809,725/September 28, 1999
JamCam	75-542,748/July 20, 1999
KB Gear Interactive	75-809825/September 28, 1999
Learning KeyBoard	75-794,084/September 7, 1999
Jamp3	75-774,887/August 12, 1999
Dare to Go Where No Mouse Has Gone Before	75-542,749/August 25, 1998
JAM-IT	75-942,226/March 13, 2000
PHOTOSHARP	75-938,700/March 8, 2000
Techno Tikes	75-663,151/March 18, 1999

NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

Notice is hereby given that KBGear Interactive, Inc., a Minnesota corporation ("Company"), with its principal place of business at 10250 Valley View Road, Suite 137, Eden Prairie, Minnesota, 55344 United States, has granted a security interest to Wells Fargo Business Credit, Inc. ("Secured Party"), with its principal place of business at Norwest Center, 6th Street and Marquette Avenue, Minneapolis, Minnesota 55479, United States, in and to all of the trademarks listed on Annex 1 and the applications and registrations associated therewith, pursuant to a Patent and Security Agreement between Company and Secured Party dated May18, 2000

Date: May 18, 2000

KBGEAR INTERACTIVE, INC.

Name: David E. Dorn
Title: Chief Executive Officer

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