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TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks:

Please record the attached original document or copy thereof.

1. Name of conveying party:

Inspirational Games, Inc.
Corporation-State: California

2. Name and address of receiving party:

Name: Irwin Toy Limited
43 Hanna Avenue
Toronto, Ontario
Canada M6K 1X6
Corporation: Canada

(Designation of Domestic Representative and Power of Attorney attached)

3. Nature of conveyance: Assignment

Execution date: November 23, 2000

4B. Trademark Registration No.: 2,214,691

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

Richard M. Rabkin, Esq.
245 Delaware Street
Westfield, NJ 07090-1720

6. Total number of registrations involved; one (1)

7. Total fee (37 CFR 3.41): \$40
Paid by enclosed Attorney's check No. 3247. If any additional fees are required, you are hereby authorized to charge them to Deposit Account No. 18-0003.

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.

Richard M. Rabkin
Reg. No. 18,696

Richard M. Rabkin
Signature

1/26/2001
Date

Total number of pages comprising cover sheet: one (1)
Pages of the attached conveyance: two (2)

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TRADEMARK
REEL: 002231 FRAME: 0761

ASSIGNMENT OF REGISTERED U. S. TRADEMARK

Mark: THE GENDER GAP plus design
Registration No. 2,214,691
Date of Registration: December 29, 1998
Class No. 28

ASSIGNOR:
Inspirational Games, Inc.
30251 Golden Lantern, Suite E-508
Laguna Niguel, CA 92677

ASSIGNEE:
Irwin Toy Limited
43 Hanna Avenue
Toronto, Ontario
Canada M6K 1X6

Assignor is, and has been, the owner of the above trademark since December 29, 1998.

Whereas Inspirational Games, Inc. of 30251 Golden Lantern, Suite E-508, Laguna Niguel, CA 92677, has adopted, used and is using a mark, "THE GENDER GAP plus Design" for board game in class 28, in commerce, which mark is registered in the United States Patent and Trademark Office, Registration No. 2,214,691, dated December 29, 1998; and

Whereas Irwin Toy Limited of 43 Hanna Avenue, Toronto, Ontario, Canada M6K 1X6 is desirous of acquiring said mark, the goodwill of the business symbolized by the mark, and the registration thereof;

Now, therefore, for good and valuable consideration, Inspirational Games, Inc. does hereby grant and assign unto Irwin Toy Limited its entire interest in the said trademark and its registration, together with the good will of the business in which the mark is used.

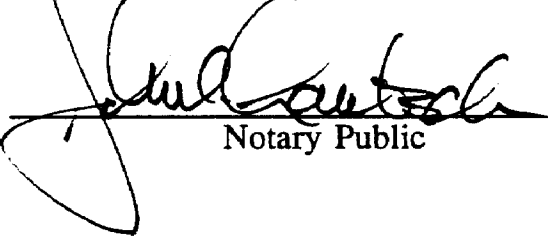
Assignor: Inspirational Toys, Inc.
By: David Klisares
Name: David Klisares
Title: CEO
Date: 11/23/2000

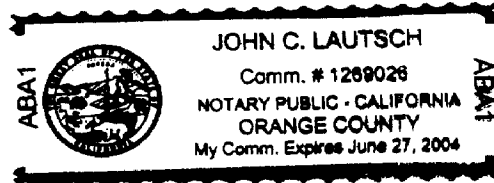
STATE OF CALIFORNIA)
) ss
COUNTY OF ORANGE)

On 12-4-00 before me, John C. Lautsch, a Notary Public,
personally appeared David Klisane, 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/she executed the same in his/her authorized
capacity, and that by his/her signature on the instrument the person, or the entity upon behalf
of which the person acted, executed the instrument.

Witness my hand and official seal.

My commission expires: June 27, 2004.


Notary Public



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Owner: Irwin Toy Limited
Mark: THE GENDER GAP plus design
Registration No.: 2,214,691

Assistant Commissioner of Trademarks
2900 Crystal Drive
Arlington, VA 22205-3513

Sir:

POWER OF ATTORNEY

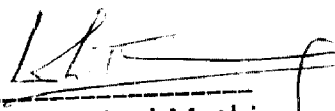
Irwin Toy Limited, the owner of the above-identified registration by mesne assignment, hereby revokes all former Powers of Attorney heretofore given and appoints Richard M. Rabkin, Registration No. 18,696, a member of the Bars of Virginia and the District of Columbia, with offices at 245 Delaware Street, Westfield, NJ 07090, (908) 233-2467, as our attorney, with full power of substitution and revocation, to transact all business in connection therewith.

DESIGNATION OF DOMESTIC REPRESENTATIVE

Richard M. Rabkin, Registration No. 18,696, whose postal address is 245 Delaware Street, Westfield, NJ 07090, is designated as assignee's representative on whom notice or process in proceedings affecting the mark may be served.

Irwin Toy Limited

Date: January 8 2001

By: 
Name: Percival Mathias
Title: Secretary

Richard M. Rabkin

Patent and Trademark Attorney

245 Delaware Street

Westfield, New Jersey 07090

Tel: (908) 233-2467

Fax: (908) 233-5980

January 26, 2001

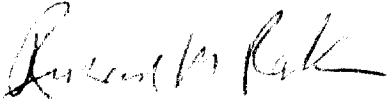
Re: Owner: Irwin Toy Limited
Mark: THE GENDER GAP plus design
Registration No.: 2,214,691

Sir:

I am enclosing herewith an Assignment of the above-identified trademark for recordation. I am also enclosing a Recordation Form Cover Sheet and my check No. 3247 in the amount of \$40 to cover the cost of the recordation.

An Appointment of Domestic Representative and Power of Attorney and is also enclosed.

Yours truly,



Richard M. Rabkin

Box Assignments
Director - U.S. Patent and Trademark Office
Washington, D.C. 20231

Enclosures

I hereby certify that this paper is being deposited with the U.S. Postal Service as 1st Class Mail in an envelope addressed to: Director - U.S. Patent and Trademark Office, Washington, D.C. 20231 on

1/26/2001 Richard M. Rabkin, Attorney Reg. No. 18,696.
Signature *Richard M. Rabkin* Date of Signature 1/26/2001

RECORDED: 01/29/2001

TRADEMARK
REEL: 002231 FRAME: 0765