FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

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Conveying Party	Mark if additional names of conveying parties attached Execution Date
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Name Mark O. Ilten and Timothy	Sullivan 10/24/00
Formerly	
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	Limited Partnership Corporation Association
X Individual General Partnership	
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Correspond	dent Name and Address Area Code and Tele	phone Number 310-252-374	9
Name	Michele L. McShane, Vice Presiden	it and Assistant Genera	1 Counsel
Address (line 1)	333 Continental Blvd.		
Address (line 2)	El Segundo, California 90245		
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Richelle Savage Name of Person Signing

Authorization to charge additional fees:

Deposit Account Number:

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

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account

Statement and Signature

indicated herein.

13-2180

Yes

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ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement (the "Agreement") is entered into as of October 16, 2000 (the "Effective Date"), by and between Mark O. Ilten, an individual, whose principal address is 501 Union Street, Stevens Point, Wisconsin 54481, and Timothy Sullivan, an individual, whose principal address is 501 Union Street, Stevens Point, Wisconsin 54481 (collectively referred to hereinafter as "the Assignors") and Mattel, Inc., a corporation organized and existing under the laws of the State of Delaware, located and doing business at 333 Continental Boulevard, El Segundo, California 90245-5012 (hereinafter called "the Assignee"), with reference to the following:

- Assignors have adopted the mark "NAME DROPPERS" (the "Mark") in connection with A. parlor games;
- В. Assignee is desirous of acquiring the Mark for use in connection with Assignee's products;
- Assignors desire to assign the Mark to Assignee in accordance with the terms and condition set forth below.

Now, therefore, in consideration of the foregoing, the mutual covenants contained herein, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged. Assignors and Assignee agree as follows:

- ASSIGNMENT. Assignors hereby assign to Assignee all of Assignors' full right, title 1. and interest in and to the Mark throughout the world, together with the good will symbolized by the Mark, including but not limited to, U.S. Registration No. 1,469,210.
- PAYMENT. In consideration of the assignment of the Mark to Assignee, Assignee will make a one-time payment to Assignors in the sum of Ten Thousand Dollars (\$10,000.00) payable within twenty (20) business days of the execution of this Agreement.
- EXISTING INVENTORY. Upon receipt of the executed Agreement, Assignors shall be permitted to dispose of their existing inventory of approximately 400 units. Assignors agree to provide 3. Mattel with a sample of its parlor game.
- NO ASSOCIATION. Assignors shall not state, suggest, or imply in any manner, whether written or oral, that Mattel is affiliated with, sanctions, or sponsors in any way Assignors' parlor games. Assignee shall not state, suggest, or imply in any manner, whether written or oral, that Assignors are affiliated with, sanctions, or sponsors in any way Assignee's products.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the day first written above.

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Dated:

Dated:

By:

RECORDED: 01/30/2001

Dated:

By:

Vice President and Assistant General Counsel

Mattel, Inc.

ASSIGNEE

TRADEMARK REEL: 002237 FRAME: 0236