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03-02-2001

U.S. Patent & TMO/c/TM Mail Rpt Dt. #01

03-15-2001

IN THE UNITED



ADEMARK OFFICE

101638160

RULE 3.31 TRADEMARK ASSIGNMENT COVER SHEET

(1) Name Of Party Conveying The Interest:

MILTON BRADLEY COMPANY and HASBRO INTERNATIONAL, INC.

(2) Name And Address Of Party Receiving The Interest:

HERSCH & COMPANY, 1900 Avenue of the Stars, Suite 1625, Los Angeles, California, 90067.

(3) Description Of Interest Conveyed Or Transaction To Be Recorded:

Assignment of Trademark

(4) Registration Number Against Which Document Is To Be Recorded:

Registration No. 1,985,936

(5) Name And Address Of Correspondent:

Law Office of Anthony O. Cormier, 21700 Oxnard Street, Woodland Hills, CA 91367

(6) Number Of Registrations Affected/Fee:

One

(7) Date The Document Was Executed:

01/05/2001 and 02/16/2001

(8) Designation Of Domestic Representative:

Not Applicable

To the best of the undersigned knowledge and belief, the information contained on this cover sheet is true and correct and the attached copy is a true copy of the original document.

Dated February 28, 2001

LAW OFFICE OF ANTHONY O. CORMIER

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By:

ANTHONY O. CORMIER



"D"

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ASSIGNMENT OF TRADEMARK

This Agreement is made effective as of the 7th day of December, 2000, by and between MILTON BRADLEY COMPANY, a division of HASBRO, INC., a Rhode Island corporation, and HASBRO INTERNATIONAL, INC., a Delaware corporation (hereinafter referred to collectively as "Assignor"), and HERSCH & CO., a California partnership (hereinafter referred to as "Assignee").

1. The Assignee is the author of a board game which is known as "OODLES." On or about July 15, 1992, pursuant to written agreement, Assignee licensed said board game to Assignor. Under the license, the name of said board game, whether "OODLES" or an alternate name selected by Assignor, and any trademark application or registration, was to be the exclusive property of Assignor during the term of the license. Assignor agreed that, upon termination of the aforementioned license, if Assignee desired such trademarks, and/or the applications and registrations therefor, Assignor would transfer the same to Assignee. Assignee agreed to reimburse Assignor for all documented expenses and/or attorney's fees incurred in obtaining any trademark registrations.

2. Inasmuch as Assignor has been unable to document its expenses, Assignor has agreed to nonetheless, and hereby does, sell, assign, and transfer to Assignee, without further consideration, all of Assignor's interest in the name "OODLES," the trademark rights therein, and all pending trademark applications and issued trademark registrations related thereto, including those registrations held by Hasbro, Inc. in the United States and Canada, i.e., U.S. Regis. No. 1,985,936, and Canadian Regis. No. 451,012.

IN WITNESS WHEREOF, the parties have executed this Assignment as indicated below.

Date: 1/5/01

HASBRO, INC.

By: E. David Wilson
ASSIGNORDate: 1/5/01

HASBRO INTERNATIONAL, INC.

By: Baughn
ASSIGNORDate: 2/16/01

HERSCH & CO.

By: W. H. H. H. H.
ASSIGNEE

03-02-2001

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #01

ANTHONY O. CORMIER

ATTORNEY AT LAW

21700 OXNARD STREET, SUITE 1750

WOODLAND HILLS, CALIFORNIA 91367

TELEPHONE (818) 888-7818

TELECOPIER (818) 888-6166

February 28, 2001

Via Federal Express

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

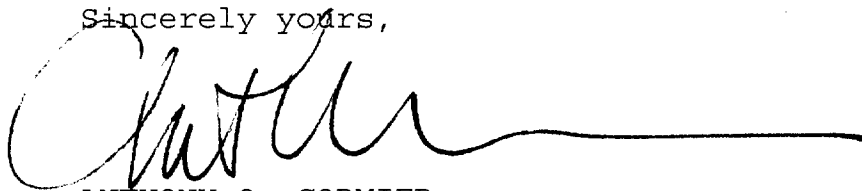
Re: **HERSCH & CO. Registration No. 1,985,936 OODLES**
(Recordation of Assignment)

Dear Sir or Madame:

Enclosed please find an original Assignment of the trademark **OODLES** along with a Rule 3.31 Cover Sheet and our check in the amount of \$40.00. Please record this assignment and return the recorded document as soon as possible.

Thank you for your prompt handling of this request.

Sincerely yours,

A handwritten signature in black ink, appearing to read 'Anthony O. Cormier', with a long horizontal flourish extending to the right.

ANTHONY O. CORMIER
AOC/lc

RECORDED: 03/02/2001

TRADEMARK
REEL: 002251 FRAME: 0605