



03-19-2001

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04-04-2001



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3/19/01

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

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

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

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
03-08-2001

Name

Formerly

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

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Name

DBA/AKA/TA

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- Individual General Partnership Limited Partnership
- Corporation Association
- Other

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TRADEMARK
REEL: 002262 FRAME: 0793

Domestic Representative Name and Address

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Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

(212) 684-3900

Name

Donna L. Mirman

Address (line 1)

Gottlieb, Rackman & Reisman, P.C.

Address (line 2)

270 Madison Avenue

Address (line 3)

Address (line 4)

New York, New York 10016-0601

Pages

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

#

3

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)

74-129,927		

2,283,435	1,807,673	1,959,147
1,798,127	1,967,150	1,812,969
1,521,955	1,421,158	1,394,143

Number of Properties

Enter the total number of properties involved.

#

10

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

265.00

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:

#

07-1730

Authorization to charge additional fees:

Yes

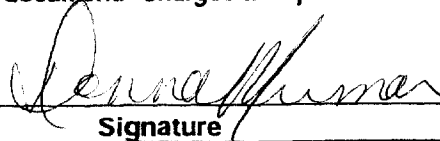
No

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.

Donna L. Mirman

Name of Person Signing



Signature

3/14/01

Date Signed

ASSIGNMENT

WHEREAS, K.C. of North America, Inc., a corporation organized and existing under the laws of the State of Florida, having an office and place of business at 1674 Alton Road, Suite 500, Miami Beach, Florida 33139 ("Assignor"), is the exclusive owner in the United States and Puerto Rico of the trademarks "KID COOL", "BABY COOL" and "TEENCOOL", whether or not registered and whether or not applications for such registrations are pending, of the registrations for such trademarks in the United States Patent and Trademark Office listed on Schedule A attached hereto, together with the Registration Numbers, Registration Dates, Serial Numbers and Filing Dates for each such trademark (collectively, "Trademarks").


WHEREAS, Kid Cool LLC, a limited liability company organized and existing under the laws of the State of New York, having an office and place of business at 100 West 33rd Street, Suite 923, New York, New York 10001 ("Assignee"), is desirous of acquiring the Trademarks.

NOW, THEREFORE, to all whom it may concern be it known, that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor by these presents does hereby sell, assign and transfer unto Assignee the entire right, title, and interest in and to the Trademarks, and the portion of

the business of Assignor to which the Trademarks pertain, if such business is ongoing and existing, in the United States and Puerto Rico, including but not limited to all common law rights associated with the Trademarks, and the right to sue for past, present or future infringement of the Trademarks, together with the goodwill of the business of the Assignor connected with the use of and symbolized by the Trademarks.

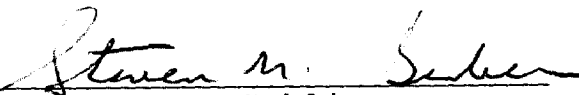
The undersigned declares that he is authorized to execute the within assignment effective as of this 8th day of March, 2001.

K.C. of North America, Inc.

By: 
Name: Joseph DePiro
Title: President

State of New York)
)
County of New York)

On this 8th day of March, 2001, before me appeared Joseph DePiro, the person who was authorized to sign this instrument on behalf of the identified corporation, who, being sworn, acknowledged that he signed this instrument as his free act and the free act and deed of the corporation.


Notary Public

SCHEDULE A

<u>TRADEMARK</u>	<u>REG./SER. NO.</u>	<u>REG./FILING DATE</u>	<u>CLASS</u>
KID COOL	2,283,435	10/05/99	3
KID COOL	1,807,673	11/30/93	25
KID COOL	1,959,147	02/27/96	24
KID COOL	1,798,127	10/12/93	35
BABY COOL	1,967,150	04/09/96	24
BABY COOL	1,812,969	12/21/93	25
TEENCOOL	74-129,927	01/14/91	25
KID COOL	1,521,955	01/24/89	28
BABY COOL	1,421,158	12/16/86	25
KID COOL	1,394,143	05/20/86	25