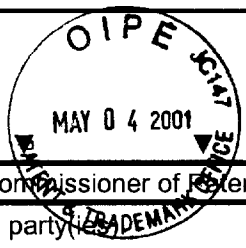


5-4-01

FORM PT-1594 (Modified)
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
Copyright 1994-97 LegalStar
TM05/REV03



REC
TF

05-16-2001



101719329

Docket No.:
066426-0001

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party: **The Really Useful Games Company Limited**
22 Tower Street
London WC2H 9NS
United Kingdom

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State **England and Wales**
 Other _____

Additional names(s) of conveying party(ies) Yes No

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

Name: **Character Games Limited**

Internal Address: **80 Fleet Street**

Street Address: **London EC4Y 1NA**

City: **United Kingdom** State: _____ ZIP: _____

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **England and Wales**
 Other _____

If assignee is not domiciled in the United States, a domestic designation is Yes N
 (Designations must be a separate document from
 Additional name(s) & address(es) Yes N

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **03 April 2000**

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

A. Trademark Application No.(s)
75/062,405

Additional numbers Yes No

B. Trademark Registration No.(s)

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

Name: **Donald N. Huff**

Internal Address: _____

Street Address: **1300 I Street N.W., Suite 300 W**

City: **Washington** State: **D.C.** ZIP: **20005**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41):\$ _____

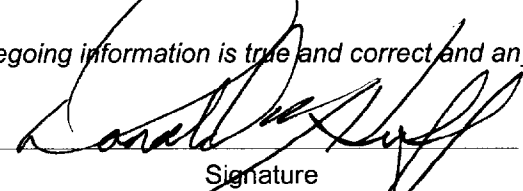
Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
04-2223

05/16/2001 ENVELLER 06000158 042223 75062405
 04 2223 60.00 US

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.

Donald N. Huff  **04 May 2001**
 Name of Person Signing Signature Date

DEED OF ASSIGNMENT WITH GOODWILL OF ASSIGNED MARK

THIS ASSIGNMENT is made the 3rd day of April 2000

BETWEEN:

- (1) THE REALLY USEFUL GAMES COMPANY LIMITED a corporation organised under the laws of England and Wales with its registered office at 22 Tower Street London WC2H 9NS United Kingdom (the "Assignor") and
- (2) CHARACTER GAMES LIMITED a corporation organised under the laws of England and Wales with its registered office at 80 Fleet Street London EC4Y 1NA United Kingdom (the "Assignee")

WHEREAS:

The Assignor is the registered owner of the U.S. registration and/or application for the trade mark listed in the Schedule hereto (the "Trade Mark"); and

WHEREAS:

The Assignee wishes to acquire all of Assignor's rights in and to the Trade Mark and certain goodwill associated therewith.

NOW THEREFORE:

In consideration of one dollar (\$1.00) and other good and valuable consideration the receipt and sufficiency of which is hereby acknowledged the Assignor hereby assigns transfers and conveys to the Assignee all its rights title and interests in and to the Trade Mark and the registration and/or application thereof together with the goodwill of the business which is symbolised by the Trade Mark (excluding for the avoidance of doubt the goodwill and rights relating to the business names "Really Useful Games" and "The Really Useful Games Company" and the penknife logo and combined penknife logo) and with the right to recover for damages and profits and all other remedies for past infringements thereof.

THE SCHEDULE

Trademark Registration/Application
Serial No.

(1) Registration/Application Date

SCULPTURE PUZZLES
Application Serial No. 75/062405

February 23 1996

Executed as a Deed)
for and on behalf of)
THE REALLY USEFUL GAMES)
COMPANY LIMITED)

Director

Secretary

In the presence of:

Witness (full name) Jerry Nott
Signature Nobano Nathanson
Address Reading
Occupation Solicitor

Executed as a Deed)
for and on behalf of)
CHARACTER GAMES LIMITED)

Director

Secretary

In the presence of:

Witness (full name) CATHERINE ELIZABETH HOAR
Signature Chor
Address 80 FLEET STREET
LONDON EC4Y 1NA
Occupation SOLICITOR