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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

Creative Mind Games, LLC

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other Minnesota limited liability company

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: May 21, 2001

2. Name and address of receiving party(ies)

Name: Cranium, Inc. Internal Address: JPK - 4 2001

Street Address: 1511 Third Avenue, Suite 433 City: Seattle State: WA Zip: 98101-1682

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Washington, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

75/646,410

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Kirsten Foster

Internal Address: Perkins Coie LLP

Street Address: Suite 4800 1201 Third Avenue

City: Seattle State: WA Zip: 98101

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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.

Kirsten Foster Name of Person Signing

Kirsten Foster Signature

5/29/00 Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

ASSIGNMENT OF TRADEMARK RIGHTS

WHEREAS, Creative Mind Games, LLC, a Minnesota limited liability company ("Creative Mind Games"), has adopted, used and is using, and is the owner of the trademark application now pending with the United States Patent and Trademark Office, Serial No. 75/646,410, for "THE WHOLE BRAIN GAME IT'S NOT WHAT YOU THINK . . . BUT HOW YOU THINK IT" (the "trademark"), as set forth in Exhibit A and incorporated herein by reference.

WHEREAS, Cranium, Inc., a Washington corporation ("Cranium"), having its principal offices at 1511 Third Avenue, suite 433, Seattle, Washington, 98101-1682, desires to acquire the trademark;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, follows:

Creative Mind Games does hereby sell, assign, transfer and convey to Cranium, all of Creative Mind Games' right, title and interest in, to and under the trademark and the application to register the trademark, including the goodwill connected with the use thereof, and symbolized thereby.

Creative Mind Games requests the recording of this Assignment at the United States Patent and Trademark Office.

Dated: May 21, 2001

Creative Mind Games, LLC,
a Minnesota limited liability company

By: Lisa Ogut

Its: Company President

STATE OF MINNESOTA)

)

COUNTY OF HENNEPIN)

On this 21st day of May, 2001, personally appeared Lisa Ogut, to me known and known to be the President of Creative Mind Games, LLC, a Minnesota limited liability company and acknowledged that he/she executed the foregoing Assignment on behalf of said corporation pursuant to authority duly received.



Garrett Weber
Notary Public

Doc# 1391796\1

