

07-18-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings



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

101781079

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

1. Name of conveying party(ies):  
Sheryl S. Leach

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_

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

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other Release of Security Interest

Execution Date: February 8, 2001

2. Name and address of receiving party(ies)  
 Name: Lyons Partnership, L.P.  
 Internal d/b/a The Lyons Group  
 Address: \_\_\_\_\_  
 Street Address: 200 E. Bethany Road  
 City: Allen State: TX Zip: 75002

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_  
 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)  
74-499,909

B. Trademark Registration No.(s)  
1697415

*UKO 7/19/01*

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Kenneth M. Weinrib, Esq.  
 Internal Address: \_\_\_\_\_  
Franklin, Weinrib, Rudell &  
Vassallo PC  
 Street Address: 488 Madison Avenue  
 City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: ..... 32

7. Total fee (37 CFR 3.41).....\$ 890

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.*

Neil Rosini, Esq.      *Neil Rosini*      July 5, 2001  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: 24

Adjustment date: 07/17/2001 BY: RHE  
 04/17/2001 LINELLER 00000044 74499909  
 01 FC:481 -40.00 DP  
 02 FC:482 -775.00 DP

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

**Attachment to Recordation Form**  
**Cover Sheet made by Sheryl S. Leach,**  
**as Conveying Party, to Lyons**  
**Partnership, L.P., d/b/a The Lyons**  
**Group, as Receiving Party**

**4.A. Additional Trademark Application No.(s)**

74-503,464

**4.B. Additional Trademark Registration No.(s)**

1815882	1920294	1626791
1754307	1922539	
1761784	1936475	
1782534	1921594	
1791394	1921665	
1807708	1924159	
1824494	1978872	
1860039	2019583	
1864334	1787969	
1932318	1817909	
1932319	1713227	
2081856	1782535	
1937783	1579205	
1918112	1632196	

RELEASE OF SECURITY INTEREST

This RELEASE is dated and effective as of Feb. 8, 2001, and is made by Sheryl S. Leach, an individual with a residence at c/o Jennifer Port, 170 Mason St, Greenwich, CT 06830 ("Secured Party") in favor of Lyons Partnership, L.P. d/b/a The Lyons Group, a Texas limited partnership with an office at 630 South Greenville Ave., Allen, TX 75002 ("Grantor").

WITNESSETH:

WHEREAS, on September 29, 1995, Grantor granted to Secured Party a lien on and security interest in certain copyrights (collectively the "Copyrights") and in certain trademarks, service marks and trademark and service mark registrations and applications (collectively, the "Trademarks");

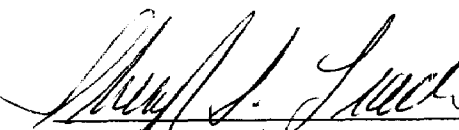
WHEREAS, Secured Party has agreed to release its liens on and security interests in any and all copyrights, trademarks, service marks and trademark and service mark registrations and applications of Grantor in the U.S. and any other jurisdictions, including without limitation the Copyrights and Trademarks identified in Exhibits A, B, and C, annexed hereto and incorporated herein by this reference (collectively, the "IP Rights");

WHEREAS, a lien or security interest in the IP Rights has been recorded in favor of the Secured Party in the U.S. and in other jurisdictions;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Secured Party hereby releases any and all liens and security interests in any and all copyrights, trademarks, service marks and trademark and service mark registrations and applications of Grantor, and in any registrations that have resulted from any applications, in the U.S. and any other jurisdictions, including without limitation the Copyrights and Trademarks identified in Exhibits A, B and C, collectively the IP Rights;

Secured Party further agrees to do and perform all such further acts and things and to execute and deliver all such further agreements, forms, powers of attorney, authorizations of agent, certificates, instruments and documents as Grantor may reasonably request in order to carry out the Grantor's intent and to accomplish the purposes of this Release and to effect the recordal of a valid and binding release of any and all liens and security interests recorded against the IP Rights.

WITNESS, the execution hereof under seal as of the day and year first written.

By:   
Sheryl S. Leach

**EXHIBIT A****TRADEMARKS ENCUMBERED BY SHERYL LEACH - U.S.  
(PER SECURITY AGREEMENT DATED 9/29/95)**

<b>Name/ Mark</b>	<b>Serial or Reg. No.</b>	<b>Owner/ Applicant</b>	<b>Lien Holder</b>	<b>Status</b>
BARNEY (W)	1697415	Lyons Partnership, L.P.	S. Leach	Registered
BARNEY (W)	1815882	Lyons Partnership, L.P.	S. Leach	Registered
BARNEY & FRIENDS (D/W)	1754307	Lyons Partnership, L.P.	S. Leach	Registered
BARNEY & FRIENDS (D)	1761784	Lyons Partnership, L.P.	S. Leach	Registered
BARNEY (D/W)	1782534	Lyons Partnership, L.P.	S. Leach	Registered
BARNEY (D/W)	1791394	Lyons Partnership, L.P.	S. Leach	Registered
BARNEY (D)	1807708	Lyons Partnership, L.P.	S. Leach	Registered
BABY BOP (D/W)	1824494	Lyons Partnership, L.P.	S. Leach	Registered
BARNEY (D/W)	1860039	Lyons Partnership, L.P.	S. Leach	Registered
BJ (W)	1864334	Lyons Partnership, L.P.	S. Leach	Registered
BJ (D/W)	1932318	Lyons Partnership, L.P.	S. Leach	Registered
BJ (D/W)	1932319	Lyons Partnership, L.P.	S. Leach	Registered
BEDTIME WITH BARNEY (D/W)	2081856	Lyons Partnership, L.P.	S. Leach	Registered
BJ (D)	1937783	Lyons Partnership, L.P.	S. Leach	Registered
BABY BOP (D)	1918112	Lyons Partnership, L.P.	S. Leach	Registered
BJ (D)	1920294	Lyons Partnership, L.P.	S. Leach	Registered
BARNEY (D)	1922539	Lyons Partnership, L.P.	S. Leach	Registered
BABY BOP (D)	1936475	Lyons Partnership, L.P.	S. Leach	Registered
BARNEY (D/W)	1921594	Lyons Partnership, L.P.	S. Leach	Registered
BARNEY MUSIC (D/W)	1921665	Lyons Partnership, L.P.	S. Leach	Registered
BEDTIME WITH BARNEY (W)	1924159	Lyons Partnership, L.P.	S. Leach	Registered
CHILDHOOD FRIENDS (W)	1978872	Lyons Partnership, L.P.	S. Leach	Registered
THE BARNEY BAG (W)	2019583	Lyons Partnership, L.P.	S. Leach	Registered
BARNEY (D/W)	1787969	Lyons Partnership, L.P.	S. Leach	Registered
BARNEY (D/W)	1817909	Lyons Partnership, L.P.	S. Leach	Registered
BARNEY (D/W)	1713227	Lyons Partnership, L.P.	S. Leach	Cancelled
BARNEY (D/W)	1782535	Lyons Partnership, L.P.	S. Leach	Cancelled
BARNEY (W)	1579205	Lyons Partnership, L.P.	S. Leach	Cancelled
BARNEY & THE BACKYARD GANG (D/W)	1632196	Lyons Partnership, L.P.	S. Leach	Cancelled
BARNEY (D)	1626791	Lyons Partnership, L.P.	S. Leach	Cancelled
IMAGINATION ISLAND (W)	74-499,909	Lyons Partnership, L.P.	S. Leach	Abandoned
THE WINKSTER (W)	74-503,464	Lyons Partnership, L.P.	S. Leach	Abandoned

**EXHIBIT B**

**TRADEMARKS ENCUMBERED BY SHERYL LEACH - NON-U.S.  
 (PER DOCUMENTATION PROVIDED TO KEN WEINRIB BY  
 IVEY, BARNUM & O'MARA, LLC ON 1/24/01 AND UPDATED  
 BY NADINE PARKER, ESQ. ON 1/25/01)**

<b>NAME/MARK</b>	<b>COUNTRY</b>	<b>SERIAL OR REG. NO.</b>	<b>OWNER/APPLICANT</b>	<b>STATUS</b>
BABY BOP & Dinosaur/Rectangle Design in Class 25	Australia	586079	Lyons Partnership, LP	Registered
BABY BOP & Dinosaur/Rectangle Design in Class 28	Australia	586080	Lyons Partnership, LP	Registered
BARNEY & Dinosaur / Star Design in Class 9	Australia	586081	Lyons Partnership, LP	Registered
BARNEY & Dinosaur / Star Design in Class 16	Australia	586082	Lyons Partnership, LP	Registered
BARNEY & Dinosaur / Star Design in Class 25	Australia	586083	Lyons Partnership, LP	Registered
BARNEY & Dinosaur / Star Design in Class 28	Australia	586084	Lyons Partnership, LP	Registered
BARNEY & Dinosaur / Star Design in Class 41	Australia	586085	Lyons Partnership, LP	Registered
BARNEY & FRIENDS & Children/Dinosaur Design in Class 9	Australia	586086	Lyons Partnership, LP	Registered
BARNEY & FRIENDS & Children/Dinosaur Design in Class 41	Australia	586087	Lyons Partnership, LP	Registered
BARNEY in Classes 9 & 25	Canada	412,946-701957	Lyons Partnership, LP	Registered
BARNEY & Waving Dinosaur Design in Class 9	Canada	423,849-717619	Lyons Partnership, LP	Registered
Palms-Up Dinosaur Design (Color) in Class 9	Canada	425,773-717600	Lyons Partnership, LP	Registered
BARNEY in Classes 9, 16, 25, 28 & 41	Canada	425,972-690266	Lyons Partnership, LP	Registered
BARNEY & FRIENDS & Children/Dinosaur Design in Classes 9 & 41	Canada	426,024-712545	Lyons Partnership, LP	Registered
BARNEY (Work Mark) in Class 16	Canada	427,053-726161	Lyons Partnership, LP	Registered
BARNEY & Palms-Up Dinosaur Design in Class 9	Canada	428,597-717620	Lyons Partnership, LP	Registered
BARNEY & Books/Dinosaurs Design in Class 16	Canada	434,458-726287	Lyons Partnership, LP	Registered

196060/2/NSB/0391/0008/01/26/01

**TRADEMARK  
 REEL: 002330 FRAME: 0185**

NAME/MARK	COUNTRY	SERIAL OR REG. NO.	OWNER/APPLICANT	STATUS
BARNEY & Dinosaur / Star Design in Classes 9, 16, 25, 28 & 41	Canada	501437-712546	Lyons Partnership, LP	Registered
BABY BOP & Dinosaur/Rectangle Design in Class 28	Canada	451,705-712544	Lyons Partnership, LP	Registered
BABY BOP & Dinosaur/Rectangle Design in Classes 25 & 28	Germany	2039686	Lyons Partnership, LP	Registered
BARNEY & Friends Children/Dinosaur Design in Classes 9 & 41	Germany	2046678	Lyons Partnership, LP	Registered
BARNEY & Dinosaur / Star Design in Classes 9, 16, 25, 28 & 41	Germany	2046677	Lyons Partnership, LP	Registered
BABY BOP & Dinosaur/Rectangle Design in Class 25	United Kingdom	1512789	Lyons Partnership, LP	Registered
BABY BOP & Dinosaur/Rectangle Design in Class 28	United Kingdom	1512790	Lyons Partnership, LP	Registered
BARNEY & FRIENDS & Children/Dinosaur Design in Class 9	United Kingdom	B1512791	Lyons Partnership, LP	Registered
BARNEY & FRIENDS & Children/Dinosaur Design in Class 41	United Kingdom	1512792	Lyons Partnership, LP	Registered
BARNEY & Dinosaur / Star Design in Class 9	United Kingdom	B1512793	Lyons Partnership, LP	Registered
BARNEY & Dinosaur / Star Design in Class 16	United Kingdom	1512794	Lyons Partnership, LP	Registered
BARNEY & Dinosaur / Star Design in Class 25	United Kingdom	1512795	Lyons Partnership, LP	Registered
BARNEY & Dinosaur / Star Design in Class 28	United Kingdom	1512796	Lyons Partnership, LP	Registered
BARNEY & Dinosaur / Star Design in Class 41	United Kingdom	1512797	Lyons Partnership, LP	Registered

Exhibit C

COPYRIGHT REGISTRATIONS

Title	Previous/ Alternative Titles	Registration No.	Effective Date	Owner	Nature of Work
Blanket of Love	Used for "Barney's Sleepytime Songs" Album	Pau 2-045-365	09/25/1995	LP	Music
Elves Rap, The	Used for Barney Home Video, "Waiting For Santa"	SR 123-308	07/13/1990	Phillip A. Parker	Music
Gonna' Have a Party	Used for "Barney & Friends," #305, "Shopping for a Surprise"	PA 762-922	09/11/1995	LP	Music
Goodnight	Used for "Barney's Sleepytime Songs" Album	Pau 20-045-366	09/25/1995	LP	Music
Here Comes the Firetruck	Used for "Barney & Friends," #304, "I Can be a Firefighter!"	PA 770-999	09/08/1995	LP	Music
Hoe-Down on the Range	Used for "Barney & Friends," #303, "Room for Everyone"	PA 771-413	09/08/1995	LP	Music
I Love You	Used for "Barney & Friends," #302, "If the Shoe Fits..."	PA 600-417	02/19/1993	DLM	Music
I'm Glad I Have a Brother	Used for "Barney & Friends," #302, "If the Shoe Fits..."	PA 716-851	09/08/1995	LP	Music
Listen to the Night Time	Used for "Barney's Sleepytime Songs" Album	Pau 2-045-364	09/25/1995	LP	Music
Look Through the Window	Used for "Barney & Friends," #303, "Room for Everyone"	PA 771-411	09/08/1995	LP	Music
Mail Song, The	Used for "Barney & Friends," #305, "Shopping for a Surprise"	PA 762-871	09/11/1995	LP	Music
More We Get Together (Again), The	Used for "Barney & Friends," #302, "If the Shoe Fits..."	PA 771-230	09/08/1995	LP	Music
Muffin Man Medley	Used for "Barney & Friends," #305, "Shopping for a Surprise"	PA 771-415	09/11/1995	LP	Music
Nightly-Nite	Used for "Barney & Friends," #305, "Shopping for a Surprise"	Pau 2-045-369	09/25/1995	LP	Music
Pop! Goes the Weasel (Swingin' Version)	Used for "Barney & Friends," #302, "If the Shoe Fits..."	PA 770-103	09/08/1995	LP	Music
Raindrop Song, The	Used for "Barney & Friends," #301, "Shawn & the Beanstalk"	PA 770-998	09/08/1995	LP	Music
Skating, Skating	Used for Barney Home Video, "Waiting for Santa"	SR 123-308	07/13/1990	Phillip A. Parker	Music
Street Song, The	Used for "Barney & Friends," #305, "Shopping Surprise"	PA 726-694	09/11/1995	LP	Music
Ta-Ra-Ra Boom-De-Ay	Used for "Barney & Friends," #305, "Shopping for a Surprise"	PA 771-270	09/11/95	LP	Music

Title	Previous/ Alternative Titles	Registration No.	Effective Date	Owner	Nature of Work
Time for Dreams	Used for "Barney's Sleepytime Songs: Album	Pau 2-045-368	09/25/1995	LP	Music
Waiting for Santa	Used for Barney Home Video, "Waiting For Santa"	SR 123-308	07/13/1990	Philip A. Parker	Music
We've Got Shoes!	Used for "Barney & Friends," #302, "If the Shoe Fits"	PA 762-930	09/08/1995	LP	Music
When I'm a Firefighter	Used for "Barney & Friends," #304, "I Can Be a Firefighter"	PA 762-923	09/08/1995	LP	Music
Writer's Wonderful	Used for Barney Home Video, "Waiting For Santa"	SR 123-308	07/13/1990	Philip A. Parker	Music
Wynken, Blynken and Nod	Used for "Barney's Sleepytime Songs" Album	Pau 2-045-367	09/25/1995	LP	Music
Barney		VA 550465	01/28/93	LG	PushToy/Misc.
Baby Bop		VA 550466	01/28/93	LG	Push Toy/Misc.
Colors/Shapes: Treasure of the Rainbow	Correct title: "Barney & Friends" Program #107, Colors/Shapes: Treasure of Rainbow Beard"	PA 594-865	12/23/92	LP	Motion Picture
Families Are Special: A Very Special Day	Correct title: "Barney: Families Are Special" (This is the Home Video version of the PBS episode "A Very Special Delivery")	PA 696-251	02/23/95	LP	Script and Background Music
Pig Tales	Correct title: "Bedtime With Barney: Pig Tales"	PA 697-975	03/13/95	LP	Script and Background Music
The Spoon	Correct title: "Bedtime With Barney: The Spoon"	PA 697-976	03/13/95	LP	Script and Background Music
The King's Minstrel	Correct title: "Bedtime With Barney: The King's Minstrel"	PA 697-977	03/13/95	LP	Script and Background Music
Growing Up	Correct title: "Bedtime With Barney: Growing Up"	PA 697-978	03/13/95	LP	Script and Background Music
The Bridge	Correct title: "Bedtime With Barney: The Bridge"	PA 697-979	03/13/95	LP	Script and Background Music
The Walnut Tree	Correct title: "Bedtime With Barney: The Walnut Tree"	PA 698-246	03/13/95	LP	Script and Background Music
Strong Women	Correct title: "Bedtime With Barney: The Strong Women"	PA 698-649	03/13/95	LP	Script and Background Music
Juan Pan	Correct title: "Bedtime With Barney: Juan Pan"	PA 698-650	03/13/95	LP	Script and Background Music
The Sillybilles	Correct title: "Bedtime With Barney: The Sillybilles"	PA 739-282	12/05/94	LP	Script and Background Music
The Turtle and the Beaver	Correct title: "Bedtime With Barney: The Turtle and the Beaver"	PA 739-298	12/05/94	LP	Script and Background Music
Home & Environments: Home, Sweet Home	Correct title: "Barney & Friends," Program #128, Homes & Environments: Home Sweet Home"	PA 849-278	05/05/94	LP	Form CA - listing new music to existing Form PA



Title	Previous/ Alternative Titles	Registration No.	Effective Date	Owner	Nature of Work
Baby Bop's Toys		TX 3-550-867	04/30/93	LP	Literary Work
Where Are My Shoes?		TX 3-600-830	06/23/93	LP	Literary Work
Barney's Magical Picnic	Correct title: "Barney's Magical Picnic; Golden Sound Story #64035"	TX 3-627-533	08/17/93	LP	Literary Work with sound effects
Baby Bop's Counting Book		TX 3-634-526	09/02/93	LP	Literary Work
Baby Bop's ABC Book		TX 3-663-899	10/22/93	LP	Literary Work
Baby Bop's Foods		TX 3-807-393	03/15/94	LP	Literary Work
Barney Says, "Please and Thank You"	Correct title: "Barney Says 'Please and Thank You'"	TX 3-919-985	10/14/94	LP	Literary Work
Barney & Baby Bop at the Beach		TX 3-980-256	02/09/95	LP	Literary Work
What Can It Be?		TX 3-984-261	01/12/95	LP	Literary Work
Barney's Weather Book		TX 3-996-172	02/23/95	LP	Literary Work
BJ Makes Music		TX 3-996-173	02/23/95	LP	Literary Work
Just Like You		TX 4-055-778	02/09/95	LP	Literary Work
Barney & Baby Bop's Band: A Story About Sharing		TX 4-055-785	02/09/95	LP	Literary Work
Happy Birthday, Baby Bop!		TX 4-059-292	05/12/95	LP	Literary Work
BJ and Scooter		TX 4-059-293	05/12/95	LP	Literary Work
Barney's Friends		TX 4-147-316	10/16/95	LP	Literary Work
Barney & Baby Bop	Correct title: "Barney and Baby Bop - Big Coloring Book #3033-1"	VA 573-406	06/01/93	LP	Pictorial Illustrations
Barney and Baby Bop, When I Grow Up ...	Correct title: "Barney and Baby Bop - Big Coloring Book #3033-2: When I Grow Up"	VA 573-409	06/01/93	LP	Pictorial Illustrations
Barney & Baby Bop Seasons and Weather	Correct title: "Barney & Baby Bop Seasons and Weather: First Fun Preschool Activities #3521"	VA 580-444	07/06/93	LP	Color/Activity Book for Children
Barney Sticker Fun: No. 2366	Correct title: "Barney Sticker Fun #2366"	VA 589-823	07/06/93	LP	Sticker activity book for children
Barney & Baby Bop Paint With Water, No. 2822	Correct title: "Barney & Baby Bop - Paint With Water #2822"	VA 606-932	09/09/93	LP	Child's activity book

Title	Previous/ Alternative Titles	Registration No.	Effective Date	Owner	Nature of Work
Be Safe with Barney & Baby Bop	Correct title: "Be Safe With Barney & Baby Bop; Golden Books First Fun Preschool Sticker Book #8550"	VA 621-498	01/25/94	LP	Activity book for children
Barney's Birthday Surprise: A First Coloring Book: No. 7112		VA 630-689	02/07/94	LP	Activity book for children
Baby Bop What Can We Do Today?: A First Coloring Book: No. 7105		VA 630-690	02/07/94	LP	Activity book for children
Barney, Let's Go!: A Giant Color/Activity Book: 3434		VA 631-724	03/07/94	LP	Activity book for children
Barney	Correct title: "Barney Paint with Water; #8254"	VA 689-531	03/27/95	LP	Children's Play-Activity Book
Barney at the Zoo	Correct title: "Barney at the Zoo; A Big Coloring Book #8628"	VA 708-996	02/27/95	LP	Play Activity Book for Children
Barney All Around the Neighborhood: A Big Color/Activity Book: No. 8627		VA 711-150	04/10/95	LP	Children's Play-Activity Book
Barney's Can You Imagine	Correct title: "Barney's Can You Imagine?; Magic Corner Book; #66033"	VA 736-011	12/05/95	LP	Children's Book
Barney and Baby Bop's Favorite Things	Correct title: "Barney & Baby Bop; Favorite Things; Big & Busy Activity Tablet #8157"	VA 749-391	11/02/95	LP	Preschool Children's Activity Tablet
Dinosaur Character	This is a Form CA of the original Vau 277-585, correcting the authorship from Mary Grace Eubank to Lyons Partnership, L.P.	Vau 282-395	03/28/95	LP	

COPYRIGHT REGISTRATIONS

Lyons Partnership, L.P.  
Copyright Registrations

BARNEY: BOOKS

Books			
Title	Previous/Alternative Titles	Registration No.	Effective Date
A Day with Barney		TX 3-807-392	03/15/1994
A Tent Too Full		TX 3-700-194	12/20/1993
Baby Bop Discovers Shapes		TX 3-678-894	10/22/1993
Baby Bop Goes to School		TX 3-857-849	07/22/1994
Baby Bop Pretends		TX 3-776-617	04/29/1994
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
Barney & Baby Bop Color With Me		TX 3-547-984	04/30/1993
Barney & Baby Bop Follow That Cat		TX 3-918-345	10/14/1994
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
Barney & Friends: Watch, Play & Learn		TX 3-677-167	10/22/1993
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
Barney Goes to the Zoo		TX 3-740-023	12/20/1993
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
Barney Says "Please and Thank You"		TX 3-776-616	04/29/1994
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]



Books			
Title	Previous/Alternative Titles	Registration No.	Effective Date
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
Barney's Protect Our Earth Coloring Book		TX 3-549-597	04/30/1993
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
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[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
Barney's Wonderful Winter Day		TX 3-926-362	10/14/1994
[REDACTED]		[REDACTED]	[REDACTED]
Bedtime with Barney: The Turtle Who Lost His Shell		TX 4-114-355	08/28/1985
Bedtime with Barney: Zoomba in Toyland		TX 4-114-367	08/28/1995
BJ's Fun Week		TX 3-933-710	10/14/1994
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
BJ's Silly Story		TX 3-918-346	10/14/1994
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
Hippity Hop, It's Baby Bop!		TX 4-035-286	05/11/1995
Just Imagine with Barney		TX 3-557-879	04/30/1993
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
My Year with Barney		VA 760-194	08/28/1995
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]

## COPYRIGHT REGISTRATIONS

Lyons Partnership, L.P.  
Copyright Registrations

## BARNEY: TELEVISION EPISODES

Episodes			
Title	Previous/Alternative Titles	Registration No.	Effective Date
"Barney & Friends" Program #101 Imagination: The Queen of Make Believe		PA 660-051	02/14/1994
"Barney & Friends" Program #101 Imagination: The Queen of Make Believe		PA 594-859	12/23/1992
"Barney & Friends" Program #102 Family: My Family's Just Right For Me		PA 660-063	02/22/1994
"Barney & Friends" Program #102 Family: My Family's Just Right For Me		PA 594-860	12/23/1992
"Barney & Friends" Program #103 Safety: Playing It Safe		PA 660-052	02/14/1994
"Barney & Friends" Program #103 Safety: Playing It Safe		PA 594-861	12/23/1992
"Barney & Friends" Program #104 Exercise: Hop To It!		PA 660-064	02/22/1994
"Barney & Friends" Program #104 Exercise: Hop To It!		PA 594-862	12/23/1992
"Barney & Friends" Program #105 Nutrition: Eat, Drink & Be Healthy		PA 774-863	05/05/1994
"Barney & Friends" Program #105 Nutrition: Eat, Drink & Be Healthy		PA 594-863	12/23/1992
"Barney & Friends" Program #106 Seasons & Weather: Four Seasons Day		PA 660-050	02/14/1994
"Barney & Friends" Program #106 Seasons & Weather: Four Seasons Day		PA 594-864	12/23/1992
"Barney & Friends" Program #107 Colors/Shapes: Treasure of Rainbow Bend		PA 660-062	02/14/1994
"Barney & Friends" Program #108 Transportation: Going Places		PA 849-274	05/05/1994
"Barney & Friends" Program #108 Transportation: Going Places		PA 594-866	12/23/1992
"Barney & Friends" Program #109 Sharing: Caring Means Sharing		PA 660-056	02/14/1994
"Barney & Friends" Program #109 Sharing: Caring Means Sharing		PA 594-867	12/23/1992
"Barney & Friends" Program #110 Animals: Down On Barney's Farm		PA 660-055	02/14/1994
"Barney & Friends" Program #110 Animals: Down On Barney's Farm		PA 594-868	12/23/1992
"Barney & Friends" Program #111 Fears: What's That Shadow?		PA 774-864	05/05/1994

Episodes			
Title	Previous/Alternative Titles	Registration No.	Effective Date
"Barney & Friends" Program #111 Fears: What's That Shadow?		PA 594-370	12/23/1992
"Barney & Friends" Program #112 Happy Birthday, Barney		PA 774-865	05/26/1994
"Barney & Friends" Program #112 Happy Birthday, Barney		PA 594-369	12/23/1992
"Barney & Friends" Program #113 Alphabet Fun: Alphabet Soup		PA 774-866	04/25/1994
"Barney & Friends" Program #113 Alphabet Fun: Alphabet Soup		PA 594-381	12/23/1992
"Barney & Friends" Program #114 Ecology: Our Earth, Our Home		PA 660-049	02/14/1994
"Barney & Friends" Program #114 Ecology: Our Earth, Our Home		PA 594-380	12/23/1992
"Barney & Friends" Program #115 Mother Goose: Let's Help Mother Goose		PA 660-054	02/14/1994
"Barney & Friends" Program #115 Mother Goose: Let's Help Mother Goose		PA 594-378	12/23/1992
"Barney & Friends" Program #116 Friendship: Be A Friend!		PA 849-275	05/26/1994
"Barney & Friends" Program #116 Friendship: Be A Friend!		PA 594-374	12/23/1992
"Barney & Friends" Program #117 Bugs & Insects: I Just Love Bugs		PA 774-867	05/05/1994
"Barney & Friends" Program #117 Bugs & Insects: I Just Love Bugs		PA 594-373	12/23/1992
"Barney & Friends" Program #118 Careers: When I Grow Up		PA 660-060	02/14/1994
"Barney & Friends" Program #118 Careers: When I Grow Up		PA 594-371	12/23/1992
"Barney & Friends" Program #119 Five Senses: 12345 Senses!		PA 774-868	05/26/1994
"Barney & Friends" Program #119 Five Senses: 12345 Senses!		PA 594-376	12/23/1992
"Barney & Friends" Program #120 Music & Composers: Practice Makes Music		PA 849-276	05/05/1994
"Barney & Friends" Program #120 Music & Composers: Practice Makes Music		PA 594-372	12/23/1992
"Barney & Friends" Program #121 Neighborhoods: Hi, Neighbor		PA 849-277	04/06/1994
"Barney & Friends" Program #121 Neighborhoods: Hi, Neighbor		PA 594-869	12/23/1992
"Barney & Friends" Program #122 Nature: A Camping We Will Go		PA 660-065	02/14/1994

Episodes			
Title	Previous/Alternative Titles	Registration No.	Effective Date
"Barney & Friends" Program #122 Nature: A Camping We Will Go		PA 594-870	12/23/1992
"Barney & Friends" Program #123 Manners: A Splash Party, Please		PA 660-057	05/05/1994
"Barney & Friends" Program #123 Manners: A Splash Party, Please		PA 594-871	12/23/1992
"Barney & Friends" Program #124 Math Concepts: Carnival of Numbers		PA 660-053	02/14/1994
"Barney & Friends" Program #124 Math Concepts: Carnival of Numbers		PA 594-857	12/23/1992
"Barney & Friends" Program #125 Music From Other Lands: A World of Music		PA 660-058	02/14/1994
"Barney & Friends" Program #125 Music From Other Lands: A World of Music		PA 594-880	12/23/1992
"Barney & Friends" Program #126 Health: Doctor Barney Is Here		PA 660-059	02/14/1994
"Barney & Friends" Program #126 Health: Doctor Barney Is Here		PA 594-881	12/23/1992
"Barney & Friends" Program #127 Feelings: Oh, What A Day		PA 660-061	02/14/1994
"Barney & Friends" Program #127 Feelings: Oh, What A Day		PA 594-882	12/23/1992
"Barney & Friends" Program #128 Homes & Environments: Home Sweet Homes		PA 594-858	12/23/1992
"Barney & Friends" Program #129 Foods From Other Cultures: Hola, Mexico!		PA 660-048	02/14/1994
"Barney & Friends" Program #129 Foods From Other Cultures: Hola, Mexico!		PA 594-883	12/23/1992
"Barney & Friends" Program #130 Everyone is Special: Everyone is Special		PA 594-884	12/23/1992
"Barney & Friends" Program #201 Falling for Autumn		PA 774-869	05/05/1994
"Barney & Friends" Program #201 Falling For Autumn		PA 686-433	11/05/1993
"Barney & Friends" Program #202 Grandparents are Grand		PA 774-870	04/25/1994
"Barney & Friends" Program #202 Grandparents Are Grand		PA 686-429	11/05/1993
"Barney & Friends" Program #203 Meet Help You		PA 686-430	11/05/1993






Episodes			
Title	Previous/Alternative Titles	Registration No.	Effective Date
"Barney & Friends" Program #203 May I Help You?		PA 774-871	04/25/1994
"Barney & Friends" Program #204 Red, Blue & Circles Too		PA 774-872	04/25/1994
"Barney & Friends" Program #204 Red, Blue & Circles Too		PA 686-431	11/05/1993
"Barney & Friends" Program #205 Honk Honk, A Goose On The Loose		PA 774-873	04/25/1994
"Barney & Friends" Program #205 Honk Honk, A Goose On The Loose		PA 686-432	11/05/1993
"Barney & Friends" Program #206 Hoo's In the Forest		PA 774-874	04/25/1994
"Barney & Friends" Program #206 Hoo's In the Forest		PA 686-435	11/05/1993
"Barney & Friends" Program #207   Can Do That		PA 774-875	05/05/1994
"Barney & Friends" Program #207   Can Do That		PA 686-436	11/05/1993
"Barney & Friends" Program #208 Grown-Ups For a Day		PA 774-876	04/25/1994
"Barney & Friends" Program #208 Grown-Ups For a Day		PA 686-437	11/05/1993
"Barney & Friends" Program #209 Picture This		PA 774-877	04/25/1994
"Barney & Friends" Program #209 Picture This		PA 686-438	11/05/1993
"Barney & Friends" Program #210 Look At Me I'm 3		PA 686-434	11/05/1993
"Barney & Friends" Program #210 Look At Me, I'm Three!		PA 774-881	04/25/1994
"Barney & Friends" Program #211 The Exercise Circus!		PA 686-439	11/05/1993
"Barney & Friends" Program #212 My Favorite Things!		PA 686-445	11/05/1993
"Barney & Friends" Program #213 The Dentist Makes Me Smile		PA 774-882	04/25/1994
"Barney & Friends" Program #213 The Dentist Makes Me Smile!		PA 686-446	11/05/1993
"Barney & Friends" Program #214 Stop, Look and Be Safe!		PA 774-879	04/25/1994
"Barney & Friends" Program #214 Stop, Look and Be Safe!		PA 686-440	11/05/1993
"Barney & Friends" Program #215 An Adventure in Make Believe		PA 774-878	04/25/1994
"Barney & Friends" Program #215 An Adventure in Make Believe!		PA 686-442	11/05/1993

Episodes			
Title	Previous/Alternative Titles	Registration No.	Effective Date
"Barney & Friends" Program #216 The Alphabet Zoo		PA 774-862	04/25/1994
"Barney & Friends" Program #216 The Alphabet Zoo		PA 686-441	11/05/1993
"Barney & Friends" Program #217 Having Tens of Fun		PA 774-880	04/25/1994
"Barney & Friends" Program #217 Having Tens of Fun		PA 686-443	11/05/1993
"Barney & Friends" Program #218 A Very Special Delivery		PA 686-444	11/05/1993
"Barney & Friends" Program #301 Shawn & the Beanstalk		PA 792-751	11/06/1995
"Barney & Friends" Program #302 If the Shoe Fits....		PA 792-744	11/06/1995
"Barney & Friends" Program #303 Room for Everyone		PA 792-740	11/06/1995
"Barney & Friends" Program #304 Can Be a Firefighter!		PA 792-739	11/06/1995
"Barney & Friends" Program #305 Shopping For A Surprise		PA 792-738	11/06/1995
"Barney & Friends" Program #306 Any Way You Slice It		PA 792-743	11/06/1995
"Barney & Friends" Program #307 Twice Is Nice!		PA 792-741	11/06/1995
"Barney & Friends" Program #308 On the Move		PA 792-742	11/06/1995
"Barney & Friends" Program #309 A Welcome Home		PA 792-752	11/06/1995
"Barney & Friends" Program #310 Classical Cleanup		PA 792-750	11/06/1995
"Barney & Friends" Program #311 Our Furry Feathered Fishy Friends		PA 792-749	11/06/1995
"Barney & Friends" Program #312 Gone Fishing!		PA 792-748	11/06/1995
"Barney & Friends" Program #313 At Home With Animals		PA 792-746	11/06/1995
"Barney & Friends" Program #314 It's Raining, It's Pouring...		PA 792-745	11/06/1995
"Barney & Friends" Program #315 Camera Safari		PA 792-747	11/06/1995
"Barney & Friends" Program #316 Who's Who on the Choo Choo?		PA 792-757	11/06/1995
"Barney & Friends" Program #317 Are We There Yet?		PA 792-756	11/06/1995
"Barney & Friends" Program #318 Ship Ahoy!		PA 792-755	11/06/1995

Episodes			
Title	Previous/Alternative Titles	Registration No.	Effective Date
"Barney & Friends" Program #319 Hats Off To BJ!		PA 792-754	11/06/1995
"Barney & Friends" Program #320 Up We Go		PA 792-753	11/06/1995
Total = 58			



<u>Videos</u>			
<u>Title</u>	<u>Previous/Alternative Titles</u>	<u>Registration No.</u>	<u>Effective Date</u>
Rock with Barney		PA 594-379	12/23/1992
Sing & Dance With Barney		PA 927-855	01/19/1999
The Backyard Show		PA 496-592	11/21/1990
Three Wishes		PA 496-599	11/21/1990
Waiting for Santa <del>Three Wishes</del>		PA 495-605	11/21/1990
			

Miscellaneous			
Title	Previous/Alternative Titles	Registration No.	Effective Date
[REDACTED]		[REDACTED]	[REDACTED]
Baby Bop's Stuffed Toy		VA 550-466	1/28/93
[REDACTED]		SR 250-248	[REDACTED]
Barney Stuffed Toy		VA 550-465	1/28/93
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
Barney's Favorites- Vol. I		SR 189-594	2/14/94
Barney's Favorites- Vol. II		SR 200-234	10/28/94
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
Barney's Sleepytime Songs		SR 205-441	11/16/95
Barney's Sleepytime Songs (Album Art)		VA 743-052	11/16/95
[REDACTED]		[REDACTED]	[REDACTED]
Bed Time With Barney: The Stonecutter		PA 763-066	8/28/95
Bedtime With Barney: Bahran and the Snake King- Part 2		PA 737-416	12/5/94
Bedtime With Barney: Ooka and the Whale		PAu 1-874-136	5/26/94
Bedtime With Barney: The Mirror		PAu 1-874-129	5/26/94
Bedtime With Barney: The Turnip		PAu 1-911-353	3/10/94
Bedtime With Barney: All By Myself		PA 728-924	9/26/94
Bedtime With Barney: Bahran and the Snake King- Part 1		PA 737-399	12/5/94
Bedtime With Barney: Big Boo and Little Hoo		PA 1-874-137	5/26/94
Bedtime With Barney: Billy Goats Gruff		PAu 1-911-345	3/10/94
Bedtime With Barney: Carrot Tops and Carrot Bottoms		PAu 1-874-135	5/26/94

<u>Miscellaneous</u>			
<u>Title</u>	<u>Previous/Alternative Titles</u>	<u>Registration No.</u>	<u>Effective Date</u>
Bedtime With Barney: Chanticleer and the Cat		PA 728-931	9/26/94
Bedtime With Barney: Chicken Little		PAu 1-874-134	5/26/94
Bedtime With Barney: Country/City Mouse		PAu 1-911-344	3/10/94
Bedtime With Barney: First Day at School		PAu 1-874-130	5/26/94
Bedtime With Barney: Goldilocks and the Three Bears		PAu 1-911-350	3/10/94
Bedtime With Barney: Johnny Appleseed		PAu 1-874-123	5/26/94
Bedtime With Barney: Jump Jump Jump!		PA 728-921	9/26/94
Bedtime With Barney: Just One More Thing		PAu 1-911-343	3/10/94
Bedtime With Barney: Kantchil and the Deep Hole		PA 737-446	12/5/94
Bedtime With Barney: Kantchil and the Grape		PA 697-980	3/13/95
Bedtime With Barney: Nightie Nite Time		PA 728-929	9/26/94
Bedtime With Barney: No More Fuzzies		PAu 1-874-131	5/26/94
Bedtime With Barney: One Bad Apple		PA 763-041	8/28/95
Bedtime With Barney: Red Sneakers		PA 728-928	9/26/94
Bedtime With Barney: Roly Poly Rice Ball		PAu 1-911-346	3/10/94
Bedtime With Barney: The Big Cheese		PA 763-068	8/28/95
Bedtime With Barney: The Birthday Cake		PA 728-923	9/26/94
Bedtime With Barney: The Cricket and the Mouse		PA 728-922	9/26/94
Bedtime With Barney: The Duck That Wouldn't Swim		PA 728-932	9/26/94
Bedtime With Barney: The Fisherman and His Wife		PA 728-925	9/26/94
Bedtime With Barney: The Flute		PA 763-067	8/28/95
Bedtime With Barney: The Giants		PA 728-930	9/26/94
Bedtime With Barney: The Lazy People		PA 737-447	12/5/94
Bedtime With Barney: The Lion and the Mouse		PAu-1-911-352	3/10/94

Miscellaneous

Title	Previous/Alternative Titles	Registration No.	Effective Date
Bedtime With Barney: The Little Porridge		PAu 1-911-349	3/10/94
Bedtime With Barney: The Queen's Contest		PAu 1-874-132	5/26/94
Bedtime With Barney: The Shoemaker and the Elves		PAu 1-911-348	3/10/94
Bedtime With Barney: The Turtle That Lost Its Shell		PA 728-926	9/26/94
Bedtime With Barney: The Ugly Duckling		PAu 1-874-133	5/26/94
Bedtime With Barney: Three Little Birds		PA 728-927	9/26/94
Bedtime With Barney: Tug of War		PA 698-245	3/13/95
Bedtime With Barney: What Was That?		PA 763-042	8/28/95
Bedtime With Barney: The Gingerbread Man		PAu 1-911-347	3/10/94
Bedtime With Barney: The Three Pigs		PAu 1-911-354	3/10/94
BJ Stuffed Toy		VA 651-768	7/22/94
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
Official Barney Product Style Manual		VA 251-465	5/5/93
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]
[REDACTED]		[REDACTED]	[REDACTED]