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P. 27.4

08-30-2001

Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)  
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U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

101829538

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

<p>1. Name of conveying party(ies): eToys Inc.</p> <p><input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State Delaware  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>KB Holdings, LLC</u> Internal Address: _____ Address: <u>suite 4</u> Street Address: <u>2835 South Jones Blvd.</u> City: <u>Las Vegas</u> State: <u>Nevada</u> Zip: <u>89102</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input type="checkbox"/> Corporation-State _____  <input checked="" type="checkbox"/> Other <u>Nevada limited liability company</u></p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p>
<p>3. Nature of conveyance:  <input checked="" type="checkbox"/> Assignment                              <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement                      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>May 24, 2001</u></p>	

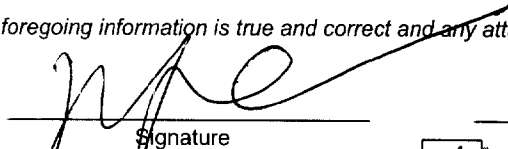
<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) <u>75/708,414; see Attachment A</u></p>	<p>B. Trademark Registration No.(s) _____</p> <p>Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Mark P. Levy, Esq.</u> Internal Address: _____ _____ _____ Street Address: <u>Thompson Hine LLP</u> <u>2000 Courthouse Plaza N.E.</u> <u>10 W. Second Street</u> City: <u>Dayton</u> State: <u>OH</u> Zip: <u>45402</u></p>	<p>6. Total number of applications and registrations involved: ..... <span style="border: 1px solid black; padding: 2px;">22</span></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>565.00</u>  <input checked="" type="checkbox"/> Enclosed  <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: Any additional fees may be charged to <u>20-0809</u></p> <p><small>(Attach duplicate copy of this page if paying by deposit account)</small></p>
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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.*

Mark P. Levy, Esq.  
Name of Person Signing

  
Signature

8/23/01  
Date

Total number of pages including cover sheet, attachments, and document: 4

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

08/30/2001 AAHMED1 00000001 75708414

01 FC:481 40.00 OP  
02 FC:482 525.00 OP

TRADEMARK  
REEL: 002358 FRAME: 0458

**ATTACHMENT A TO RECORDATION COVER SHEET**

**SCHEDULE OF U.S. TRADEMARKS APPLICATIONS/REGISTRATIONS**

<b>TRADEMARK</b>	<b>SERIAL NO.</b>	<b>FILED</b>	<b>REG. NO.</b>	<b>REG. DATE</b>
EKIDS	75/708,414	5/15/99		
EKID	75/923,627	2/22/00		
EKIDS	75/745,838	7/7/99		
EKIDS	76/037,229	4/28/00		
EKIDS	76/037,237	4/28/00		
EKIDS	76/037,234	4/28/00		
EKIDS	76/037,050	4/28/00		
E-KIDZ	75/476,311	4/29/98	2,327,905	3/14/00
WHERE GREAT IDEAS COME TO YOU	75/812,233	9/29/99		
SURE SHIP	75/767,168	8/3/99		
PLAY@ETOYS	75/842,092	11/5/99		
PLAY AT ETOYS	75/842,090	11/5/99		
ETOYS	75/842,089	11/5/99		
THE PLACE TO PLAY ONLINE	75/842,091	11/5/99		
HYPERZONE	75/844,572	11/8/99		
HYPERNATION	75/896,973	1/14/00		
EKTRAVEL	76/038,361	5/1/00		
WE BRING THE TOY STORE TO YOU	75/496,165	6/4/98	2,304,854	12/28/99
ETOYS	75/293,818	5/19/97	2,191,558	9/22/98
TOYSEARCH	75/496,078	6/4/98	2,239,000	4/13/99
Design Only	75/644,821	2/22/99	2,364,147	7/4/00
ETOYS	75/611,845	12/24/98		

U.S. TRADEMARK ASSIGNMENT

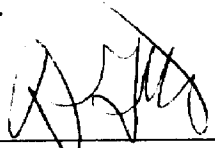
WHEREAS, eToys Inc., a Delaware corporation, having a place of business at 3100 Ocean Park Boulevard, Suite 300, Santa Monica, California 90405 (hereinafter "Assignor"), is the owner of the trademark(s) and application(s)/registration(s) therefor in the United States Patent and Trademark Office listed on Exhibit A attached hereto and made a part hereof.

WHEREAS, KB Holdings, LLC, a Nevada limited liability company, having a place of business at 2835 South Jones Blvd., Suite 4, Las Vegas, Nevada 89102 (hereinafter "Assignee"), desires to acquire the entire right, title and interest in and to said trademark(s) and application(s)/registration(s) therefor.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, Assignor hereby assigns to Assignee all right, title and interest in the United States in and to said trademark(s) and application(s)/registration(s) therefor, together with the good will of the business symbolized by said trademark(s) and application(s)/registration(s).


IN WITNESS WHEREOF, Assignor, by its duly authorized officer, does hereby set its hand and seal as of this 23rd day of May, 2001.

eToys Inc.

By:   
David Gatto, President

State of DELAWARE )  
County of NEW CASTLE )

The foregoing instrument was acknowledged before me this 24th day of May, 2001, by David Gatto, President of eToys Inc., on behalf of the corporation.

  
Notary Public

My Commission Expires: 12/10/03

[Impress Notarial Seal]

**BARBARA A. PIETRUCZENIA**  
NOTARY PUBLIC  
STATE OF DELAWARE  
My Commission Expires Dec. 10, 2003

**EXHIBIT A  
SCHEDULE OF U.S. TRADEMARKS APPLICATIONS/REGISTRATIONS**

<b>TRADEMARK</b>	<b>SERIAL NO.</b>	<b>FILED</b>	<b>REG. NO.</b>	<b>REG. DATE</b>
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