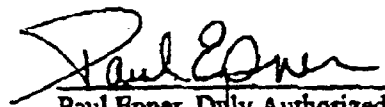


TRADEMARK ASSIGNMENT

WHEREAS, ILC Licensing Corporation, S.A., a Luxembourg corporation with its principal place of business located at 5 Boulevard de la Foire, L-2013, Luxembourg, is the owner of the trademarks, registrations and applications listed on the CINDERELLA Trademark Registration List attached hereto (the "Marks and Registrations");

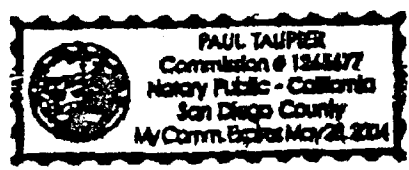
WHEREAS, Disney Enterprises, Inc., a Delaware corporation with its principal place of business located at 500 South Buena Vista Street, Burbank, California 91521, wishes to acquire the Marks and Registrations, together with the goodwill associated with the Marks and Registrations;


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are acknowledged by the parties, ILC assigns, transfers and conveys to Disney Enterprises, Inc. all rights and title to, and ownership interests in, the Marks and Registrations, together with the goodwill associated with the Marks and Registrations.


Paul Epner, Duly Authorized Representative
ILC Licensing Corporation, S.A.
5 Boulevard de la Foire, L-2013
Luxembourg

State of California)
)ss:
County of San Diego)

SWORN TO and SUBSCRIBED before me on this 10th day of November, 2000, by Paul Epner, Duly Authorized Representative of ILC Licensing Corporation, S.A., who is personally known to me.




Paul Taupier, Notary Public
My Commission Expires: May 28, 2004

ATTACHMENT "C"

Country	Trademark	Class	Appl Nbr	Reg Nbr	Appl Date	Reg Date	Status
AUSTRALIA	CINDERELLA	1-25		A530720		3/14/1990	REGISTERED
AUSTRALIA	CINDERELLA	1-28		A572883		2/21/1992	REGISTERED
AUSTRALIA	CINDERELLA & Coach devi	1-25		A531160		3/22/1990	REGISTERED
AUSTRALIA	CINDERELLA & Coach devi	1-25		A572884		2/21/1992	REGISTERED
CANADA	Coach device	1-25	206 169	A530721		3/14/1990	REGISTERED
CHILE	CINDERELLA	1-25	406-980	UCA 35745	3/5/1983	2/16/1990	REGISTERED
CURACAO	CINDERELLA	1-25		408,980		5/25/1993	REGISTERED
GREAT BRITAIN	CINDERELLA	1-25		3968		12/16/1999	REGISTERED
GREAT BRITAIN	CINDERELLA	1-25		844,055		1/18/1983	REGISTERED
GREAT BRITAIN	CINDERELLA	1-25 (N-38)		217,035		8/11/1990	REGISTERED
GREECE	CINDERELLA	1-25		1,435,890		6/17/1992	REGISTERED
GUATEMALA	Pumpkin Coach device	1-25	28857	26,657	3/11/1961	11/6/1990	REGISTERED
HONG KONG	CINDERELLA	1-25		12300-30-40		7/16/1990	REGISTERED
ITALY	CINDERELLA	1-25		417,960	4/12/1960	7/16/1990	REGISTERED
JAPAN	CINDERELLA	1-25		361468		5/21/1992	REGISTERED
JAPAN	CINDERELLA	Japan Cl. 17	93398/1990	2582919		9/30/1993	REGISTERED
JAPAN	CINDERELLA	Japan Cl. 23	107725/1990	2512294		3/31/1993	REGISTERED
JAPAN	CINDERELLA	Old Cl. 36	206198/1991	575185		10/28/1993	REGISTERED
JAPAN	Pumpkin Coach device	Japan Cl. 17	93400/1990	2520193		8/31/1993	REGISTERED
JAPAN	Pumpkin Coach device	Japan Cl. 22	93401/1990	2590623		6/22/1992	REGISTERED
JAPAN	Pumpkin Coach device	Japan Cl. 23	107726/1990	2587559		11/18/1999	REGISTERED
MALAYSIA	CINDERELLA	1-25		M/37858		5/20/1992	REGISTERED
NEW ZEALAND	CINDERELLA	1-25		65069		7/2/1990	REGISTERED
PAKISTAN	CINDERELLA	1-25		37110		3/13/1967	REGISTERED
PANAMA	CINDERELLA	1-25		6708		4/10/1947	REGISTERED
S.W. AFRICA (NAMIBIA)	CINDERELLA	1-25		67,086		10/13/1997	REGISTERED
SINGAPORE	CINDERELLA	1-25		30893		10/13/1997	REGISTERED
SOUTH AFRICA	CINDERELLA	1-25		1026147		10/13/1997	REGISTERED
TAIWAN	CINDERELLA (Style)	Old Intl Cl. 38		14,997		10/13/1997	REGISTERED
TAIWAN	CINDERELLA	1-20	86052824	829206		9/15/1992	REGISTERED
TAIWAN	CINDERELLA	1-25	840917			3/28/1986	REGISTERED
TAIWAN	CINDERELLA	1-25	86052823			3/12/1963	REGISTERED
TAIWAN	CINDERELLA	1-24	827675			1/15/1929	REGISTERED
TAIWAN	CINDERELLA	1-30	231694			10/24/1978	REGISTERED
THAILAND	CINDERELLA	1-25	74-020,381			6/23/1982	REGISTERED
U.S.	CINDERELLA	1-16	74-020,377		8/3/1982	9/15/1992	ABANDONED
U.S.	CINDERELLA	1-25	143,166		1/16/1990	3/28/1986	REGISTERED
U.S.	CINDERELLA	1-25	74688265		4/28/1962	3/12/1963	REGISTERED
U.S.	CINDERELLA & Coach devi	1-25	271,373		6/9/1995	1/15/1929	ABANDONED
U.S.	CINDERELLA & Design	1-14	149,712		8/22/1928	10/24/1978	REGISTERED
U.S.	CINDY'S THINGS	1-25	74-089,856		11/23/1977	6/23/1982	ABANDONED
U.S.	Pumpkin Coach device	1-16	74-089,856		8/20/1990	6/23/1982	ABANDONED
U.S.	Pumpkin Coach device	1-25	74-089,858		8/20/1990	6/21/1984	REGISTERED