

06-28-2002



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

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

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):
INFANTINO, INC. *6-3-02*

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

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

2. Name and address of receiving party(ies)
Name: INFANTINO, LLC
Internal Address: _____
Street Address: 9909 Huennekens St. Suite 200
City: San Diego State: CA Zip: 92121

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Limited Liability Company

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Correction of name of assignee _____

Execution Date: September 21, 2000

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) _____
SEE ATTACHMENTS
Additional number(s) attached Yes No

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: ROBERT J. WALLING
Internal Address: PURESAND@AOL.COM

Street Address: 4400 Mac Arthur Blvd, Suite 320

City: Newport Beach State: CA Zip: 92660

6. Total number of applications and registrations involved: 17

7. Total fee (37 CFR 3.41)...465.00...\$ _____
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.
ROBERT J. WALLING
Name of Person Signing *Robert Walling* Signature 5/24/02 Date

Total number of pages including cover sheet, attachments, and document: 3

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

06/28/2002 DBYRNE 00000003 75934597

01 FC:481 40.00 OP
02 FC:482 425.00 OP

EXHIBIT A**INFANTINO TRADEMARKS- APPLICATIONS**

Trademark	Serial #	Reg #
PRIVATE TRANSPORT	75/934597	N/A
CLASSIC BABY SLING	76/082807	N/A
PERFECT COMFORT	75/888161	N/A
BUZZY	76/082959	N/A
GO! GO! BABY	76/080397	N/A
BEBE DELUXE	76/080396	N/A
BEBE STYLE	76/066945	N/A
COZY EXPRESS	76/080395	N/A
KEEP EM' BUSY	75/566569	N/A
BRIGHT STEPS	75/199517	

INFANTINO TRADEMARKS- REGISTRATIONS

Trademark	Serial #	Reg #
PROMENADE	75/433571	2,276,714
INSTANT ROOM DECOR		2,211,507
BLANKI PAL	75/534970	2,310,971
DIAPER BOSS		2,160,117
MAKE MY ROOM		1,980,159
VIP	75/397385	2,282,109
INFANTINO		1,951,672



01-22-2002

U.S. Patent & TMO/TM Mail Rcpt Dt. #11

01-28-2002



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(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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REC 101963228
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1.22.02

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ROBERT J. WALLING

Name of Person Signing

Robert Walling
Signature

1/21/02

Date

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40.00 OP
425.00 OP

TRADEMARK
REEL: 002536 FRAME: 0510

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INFANTINO		1,951,672

ASSIGNMENT OF APPLICATION FOR FEDERAL TRADEMARKS

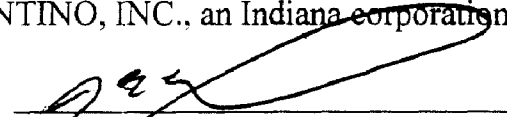
WHEREAS, INFANTINO, INC., an Indiana corporation, with its principal place of business in San Diego, California ("INFANTINO") has applied for those trademarks described on Exhibit A and said applications for trademark are pending (collectively, the "Marks"); and

WHEREAS, INFANTINO, LLC, a California limited liability company, with its principal place of business in San Diego, California ("INFANTINO, LLC") is desirous of acquiring the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, INFANTINO does hereby assign to INFANTINO, LLC, without warranty of any kind, all of the right, title and interest of INFANTINO in and to the Marks and in and to the pending application for the Marks, together with the goodwill of the business symbolized by the Marks.

Dated: September 21, 2000 "INFANTINO":

INFANTINO, INC., an Indiana corporation

By: 
Vice President

By: 
Secretary

[acknowledgment]

ASSIGNMENT OF APPLICATION FOR FEDERAL TRADEMARKS

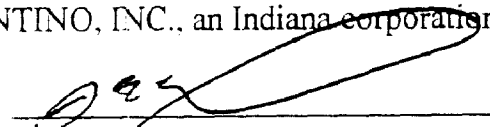
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NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, INFANTINO does hereby assign to INFANTINO, LLC, without warranty of any kind, all of the right, title and interest of INFANTINO in and to the Marks and in and to the pending application for the Marks, together with the goodwill of the business symbolized by the Marks.

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By: 
Vice President

By: 
Secretary

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