(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)



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

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To the Honorable Commissioner of Patents and Trademarks: F	Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): Granny Says, Inc. Individual(s) Association	2. Name and address of receiving party(ies) Name:Mattel, Inc. Internal Address:		
General Partnership Limited Partnership Corporation-State Texas Other	Street Address:333 Continental Blvd. City:_El Segundo StateCA Zip:_90245 Individual(s) citizenship Association		
Additional name(s) of conveying party(ies) attached? Yes No 3. Nature of conveyance: X Assignment Merger Security Agreement Change of Name	General Partnership Limited Partnership Corporation-State Delaware Other		
Other Execution Date: August 19, 2002 4. Application number(s) or registration number(s):	If assignee is not domicited 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		
A. Trademark Application No.(s)	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: Jill M. Pietrini Name:	6. Total number of applications and registrations involved:		
Internal Address: Manatt, Phelps & Phillips, LLP	7. Total fee (37 CFR 3.41)\$ Enclosed Authorized to be charged to deposit account		
Street Address:	8. Deposit account number: DA 131 241 DA 131 241 DA 131 241		
City: Los Angeles State: CA Zip: 90064	(-		
9. Signature.			
Jill M. Pietrini Name of Person Signing Total number of bags including to	August 29, 2002 Signature Date Ver sheet, altachments, and document:		
Mail documents to be recorded with required cover sheet information to:			

Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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TRADEMARK REEL: 002578 FRAME: 0378

ASSIGNMENT OF TRADEMARK AND APPLICATION FOR UNITED STATES REGISTRATION THEREOF

This assignment is made by and between Granny Says, Inc., a Texas corporation with its principal place of business at 6633 Shadow Crest Drive, Plano, Texas 75093 ("Granny Says") and Mattel, Inc., a Delaware corporation with its principal place of business at 333 Contintental Boulevard, El Segundo, California 90245 ("Mattel").

WHEREAS, Granny Says adopted and uses, and thereby owns all right, title and interest in and to the trademark and United States Application for Registration thereof identified below (hereinafter the "Mark" and "Application", respectively), along with the goodwill of the business appurtenant to said Mark:

U.S. Application Serial		
<u>Trademark</u>	<u>No.</u>	Filing Date
GRANNY SAYS	76/002,633	March 16, 2000

WHEREAS, Mattel desires to acquire the Mark and Application and Granny Says has agreed to assign the Mark and Application to Mattel.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Granny Says hereby assigns to Mattel all right, title and interest in the United States and in any other country in the world in and to the Mark and Application, together with the goodwill of the business symbolized by the Mark and any and all claims, demands, and causes of action for infringement, of the Mark, past, present, and future, and all of the proceeds from any and all claims, demands, and causes of action for infringement, of the Mark.

The Commissioner of Patents and Trademarks is requested to issue the Certificate of Registration to assignee Mattel.

Signed at Plano, Texas effective this 19 day of august, 2002.

Granny Says, Inc.

Julith Chaiken

President

TRADEMARK REEL: 002578 FRAME: 0379

STATE OF TEXAS)
COUNTY OF COULD) ss.)
On hely lith, 2002 before me,	hasis of satisfactory evidence to be the person and acknowledged to me that executed the signature on the instrument the person, or the ecuted the instrument.
Witness my hand and official seal.	
Notary Public	JOE AUSTIN Notary Public, State of Texas My Commission Expires August 18, 2004

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RECORDED: 08/29/2002

TRADEMARK REEL: 002578 FRAME: 0380