


Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings: \leftrightarrow \leftrightarrow \leftrightarrow		RECORDATION FORM COVER SHEET TRADEMARKS ONLY		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
1. Name of conveying party(ies): <u>Hit Entertainment Plc</u> <input type="checkbox"/> Individual(s) <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>Company registered in</u> <u>England and Wales</u> Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			2. Name and address of receiving party(ies) Name: <u>Barclays Bank Plc</u> <u>Internal (As Security Trustee for the</u> <u>Address: Secured Parties)</u> Street Address: <u>5 The North Colonnade</u> <u>Canary Wharf, England</u> <u>City London E14 4BB</u> Zip: <u> </u> <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>UK Bank</u> <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) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>		
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>September 6, 2002</u>					
4. Application number(s) or registration number(s): A. Trademark Application No.(s) <u>See Attached List</u> Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			B. Trademark Registration No.(s) <u>See Attached List</u>		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Christine F. Benton</u> Internal Address: <u>Clifford Chance US LLP</u> Street Address: <u>200 Park Avenue</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10166</u>			6. Total number of applications and registrations involved: 15 7. Total fee (37 CFR 3.41)\$ <u>390</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account		
			8. Deposit account number: <u>18-1843</u> <small>(Attach duplicate copy of this page if paying by deposit account)</small>		
DO NOT USE THIS SPACE					
9. Statement and signature. <i>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.</i> <u>Christine F. Benton</u> Name of Person Signing  Signature <u>4/1/03</u> Date Total number of pages including cover sheet, attachments, and document: 22 23					

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

TRADEMARK

REEL: 2626 FRAME: 0842

700027158

USA

APPLICATION REGISTRATION No.	MARK	CLASS
Application No. 76457718	ANGELINA BALLERINA	9, 16, 18, 20, 25, 28, 41
Application No. 76462812	Angelina Ballerina device	9, 16, 18, 20, 25, 28, 41
Application No. 76396551	Bob the Builder device	9, 16, 25, 28, 41
Application No. 75719345	BOB THE BUILDER	9, 16, 21, 25, 28, 41
Application No. 75719346	BOB THE BUILDER & Device	9, 16, 21, 25, 28, 41
Application No. 76226917	CAN WE FIX IT?	9, 16, 21, 25, 28, 41
Application No. 76226916	CAN WE FIX IT? YES WE CAN!	9, 16, 21, 25, 28, 41
Application No. 76366665	RUBBADUBBERS	9, 41
Application No. 76366448	RUBBADUBBERS	16, 21, 25, 28
Application No. 76419214	RUBBADUBBERS & Device	9, 16, 21, 25, 28, 41
Application No. 76366446	TUBB	28
Application No. 76366447	TUBB	9, 41
Registration No. 2389488	HIT ENTERTAINMENT PLC & Device	9
Registration No. 2326622	HIT ENTERTAINMENT PLC & Device	38
Registration No. 2366138	HIT ENTERTAINMENT PLC & Device	41

**C L I F F O R D
C H A N C E**

LIMITED LIABILITY PARTNERSHIP

EXECUTION COPY

DATED 6 SEPTEMBER 2002

**HIT ENTERTAINMENT PLC
AS COMPANY
IN FAVOUR OF
BARCLAYS BANK PLC
AS SECURITY TRUSTEE**

DEBENTURE

To: H.M. Chief Land Registrar. Note: This deed contains (in Clause 5.4 (*Land Registration*)) an application to enter a restriction on the Proprietorship Register and (in Clause 5.6 (*Further Advances*)) an application to enter a notice on the Charges Register.

THIS DEBENTURE is made on 6 September 2002

BY

- (1) HIT ENTERTAINMENT PLC registered in England and Wales with company number 02341947 (the "Company") in favour of
- (2) BARCLAYS BANK PLC as security trustee for the Secured Parties on the terms and conditions set out in the Facility Agreement (the "Security Trustee" which expression shall include any person for the time being appointed as security trustee or as an additional security trustee for the purpose of, and in accordance with, the Facility Agreement).

IT IS AGREED as follows:

1. DEFINITIONS AND INTERPRETATION

1.1 Definitions

Terms defined in the Facility Agreement shall, unless otherwise defined in this Debenture, have the same meaning when used in this Debenture and in addition:

"Account" means any credit balance from time to time on any account opened or maintained by the Company with the Security Trustee or any other financial institution and all Related Rights.

"Assigned Account" means the Cash Collateral Account and any other Account that may from time to time be identified in writing as an Assigned Account by the Security Trustee and all Related Rights.

"Cash Collateral Account" means an interest bearing account with the following details:

Barclays Bank PLC
75 Wall Street
New York
SWIFT Address: BARC US 33
Account: GSU Re: Agency Loans
Account No: 050036211
Reference: GSU/HIT Entertainment Cash Collateral

(and any renewal or redesignation thereof) maintained with the Security Trustee by the Company into which the Cash Collateral is paid pursuant to the terms of the Facility Agreement.

"Charged Property" means all the assets of the Company which from time to time are the subject of the security created or expressed to be created in favour of the Security Trustee by or pursuant to this Debenture.

"Collateral Rights" means all rights, powers and remedies of the Security Trustee provided by or pursuant to this Debenture or by law.

2. PAYMENT OF SECURED OBLIGATIONS**2.1 Covenant to Pay**

The Company hereby covenants with the Security Trustee as trustee for the Secured Parties that it shall on demand of the Security Trustee discharge all obligations which the Company may at any time have to the Security Trustee (whether for its own account or as trustee for the Secured Parties) or any of the other Secured Parties under or pursuant to the Finance Documents (including this Debenture) and/or any Hedging Agreement including any liability in respect of any further advances made under the Finance Documents, whether present or future, actual or contingent (and whether incurred solely or jointly and whether as principal or as surety or in some other capacity) and the Company shall pay to the Security Trustee when due and payable every sum at any time owing, due or incurred by the Company to the Security Trustee (whether for its own account or as trustee for the Secured Parties) or any of the other Secured Parties in respect of any such liabilities. Provided that neither such covenant nor the security constituted by this Debenture shall extend to or include any liability or sum which would, but for this proviso, cause such covenant or security to be unlawful or prohibited by any applicable law.

3. FIXED CHARGES, ASSIGNMENTS AND FLOATING CHARGE**3.1 Fixed Charges**

The Company hereby charges with full title guarantee in favour of the Security Trustee as trustee for the Secured Parties with the payment and discharge of the Secured Obligations, by way of first fixed charge (which so far as it relates to land in England and Wales vested in the Company at the date hereof shall be a charge by way of legal mortgage) all the Company's right, title and interest from time to time in and to each of the following assets (subject to obtaining any necessary consent to such mortgage or fixed charge from any third party):

3.1.1 the Real Property

3.1.2 the Intellectual Property;

3.1.3 any goodwill and rights in relation to the uncalled capital of the Company;

3.1.4 the Investments; and

3.1.5 the Shares, all dividends, interest and other monies payable in respect of the Shares and all other Related Rights (whether derived by way of redemption, bonus, preference, option, substitution, conversion or otherwise).

3.2 Assignments

The Company hereby assigns with full title guarantee to the Security Trustee as trustee for the Secured Parties as security for the payment and discharge of the Secured Obligations all the Company's right, title and interest from time to time (subject to obtaining any necessary consent to that assignment from any third party) in all rights and claims in relation to any Assigned Account.

**SCHEDULE 3
INTELLECTUAL PROPERTY**

~~[[Up-to-date details to be inserted]]~~

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cc

WIIT Trademarks Worldwide

Country	Serial No.	Trademark Description	Class	Legal Status	Registration No.
Brazil	2398	Bob device (CTM)	14	Registered	1812633
Brazil	1991	Bob the Builder (radio) (CTM)	9	Pending Application	
Brazil	1619	They Device (series of 4) (CTM)	9	Registered	1582113
Brazil	1576	Luffy Device (Line Drawing)	9	Registered	1583014
Brazil	1919	Muck Device (Single) (CTM)	9	Registered	1583043
Brazil	1633	Richard Device (Line Drawing)	9	Registered	1581602
Brazil	1543	Roby Device (Line Drawing)	9	Registered	1583145
Brazil	1605	Stoop Device (Line Drawing)	9	Registered	1583055
Brazil	1647	Speed Device (Line Drawing)	9	Registered	1581709
Brazil	1533	Trans Device (Line Drawing)	9	Registered	1583070
Brazil	1562	Wandy Device (Line Drawing)	9	Registered	1583246
Brazil	2432	Fisher	9	Pending Application	
Brazil	2385	Ruffinubbers (CTM)	9	Pending Application	
Brazil	2406	Ruffinubbers Design (CTM)	9	Pending Application	
Brazil	2412	Tubb (CTM)	9	Pending Application	
Brazil	1675	The Three Friends and Jerry (word mark) (CTM)	9	Registered	1303080
Brazil	2049	Angeline Ballerina (word & device mark) (CTM)	9	Pending Application	
Brazil	2043	Bob O'Constructor (radio)	9	Pending Application	
Brazil	2084	Bob O'Constructor (radio)	9	Pending Application	
Brazil	2085	Bob O'Constructor (radio)	9	Pending Application	
Brazil	2086	Bob O'Constructor (radio)	9	Pending Application	
Brazil	2087	Bob O'Constructor (radio)	9	Pending Application	
Brazil	1202	Bob the Builder (word mark)	9	Pending Application	
Brazil	2046	Bob O'Constructor (word & device mark)	9	Pending Application	627167
Chile	2088	Bob O'Constructor (word & device mark)	9	Registered	627166
Chile	2089	Bob O'Constructor (word & device mark)	9	Registered	627165
Chile	2090	Bob O'Constructor (word & device mark)	9	Registered	627164
Chile	2091	Bob O'Constructor (word & device mark)	9	Registered	627163
Czech Republic	2023	Bob the Builder (and Device)	9	Pending Application	
Denmark	1662	Bob the Builder (and Device) (CTM)	9	Pending Application	
Denmark	2399	Bob device (CTM)	9	Registered	1812615
Denmark	1592	Bob the Builder (radio) (CTM)	9	Pending Application	
Denmark	1630	They Device (series of 4) (CTM)	9	Registered	1582113

HIT Trademarks Worldwide

Report Date: 8/16/2002 Page: 3

Country	Class	Mark	Applicant	App No	App Date	Status
Denmark	1520	Muck Device (Single) (CTM)	Hit Entertainment PLC	1582063		Registered
Denmark	1634	Pickard Device (Line Drawing) (CTM)	Hit Entertainment PLC	1581608		Registered
Denmark	1548	Robey Device (Line Drawing) (CTM)	Hit Entertainment PLC	1589345		Registered
Denmark	1606	Scown Device (Line Drawing) (CTM)	Hit Entertainment PLC	1582055		Registered
Denmark	1648	Spud Device (Line Drawing) (CTM)	Hit Entertainment PLC	1581289		Registered
Denmark	1534	Travis Device (Line Drawing) (CTM)	Hit Entertainment PLC	1582030		Registered
Denmark	1563	Wendy Device (Line Drawing) (CTM)	Hit Entertainment PLC	1582246		Registered
Denmark	2433	Finbar	Hit Entertainment PLC	Pending Application		
Denmark	2386	Robbabebers (CTM)	Hit Entertainment PLC	Pending Application		
Denmark	2447	Robbabebers Design (CTM)	Hit Entertainment PLC	Pending Application		
Denmark	2413	Tubb (CTM)	Hit Entertainment PLC	Pending Application		
Denmark	1676	The Three Friends and Jerry (word mark) (CTM)	Hit Entertainment PLC	1302080		Registered
Denmark	2030	Angolina Ballerina (word & device mark) (CTM)	HIT/Robbabebers/Ortig	Pending Application		
European Union	1659	Bob der Baumeister (and device) (CTM)	Hit Entertainment PLC	Pending Application		
European Union	2123	Bob device (CTM)	Hit Entertainment PLC	1813635		Registered
European Union	1589	Bob the Builder (radio) (CTM)	Hit Entertainment PLC	Pending Application		
European Union	1647	Dizzy Device (series of 4) (CTM)	Hit Entertainment PLC	1582113		Registered
European Union	1524	Early Device (Line Drawing) (CTM)	Hit Entertainment PLC	1582074		Registered
European Union	1517	Mud? Device (Single) (CTM)	Hit Entertainment PLC	1582063		Registered
European Union	1631	Richard Device (Line Drawing) (CTM)	Hit Entertainment PLC	1581682		Registered
European Union	1545	Roby Device (Line Drawing) (CTM)	Hit Entertainment PLC	1582345		Registered
European Union	1603	Scop Device (Line Drawing) (CTM)	Hit Entertainment PLC	1581055		Registered
European Union	1645	Spud device (line drawing) (CTM)	Hit Entertainment PLC	1581289		Registered
European Union	1531	Travis Device (Line Drawing) (CTM)	Hit Entertainment PLC	1582030		Registered
European Union	1560	Wendy Device (Line Drawing) (CTM)	Hit Entertainment PLC	1582246		Registered
European Union	2959	Finbar	Hit Entertainment PLC	Pending Application		
European Union	2383	Robbabebers (CTM)	Hit Entertainment PLC	Pending Application		
European Union	2444	Robbabebers Design (CTM)	Hit Entertainment PLC	Pending Application		
European Union	2410	Tubb (CTM)	Hit Entertainment PLC	Pending Application		
European Union	1673	The Three Friends and Jerry (word mark) (CTM)	Hit Entertainment PLC	1302080		Registered
European Union	2047	Angolina Ballerina (word & device mark) (CTM)	HIT/Robbabebers/Ortig	Pending Application		

1317 Trademarks Worldwide

Report Date: 01/05/2002 Page: 4

Country	Serial No.	Class	Mark	Applicant	Attorney	Status
Finland	1663		Bob der Baanister (and device)	Hi Entertainment PLC	Pending Application	Registered
Finland	2400		Bob device (CTM)	Hi Entertainment PLC	1812633	Registered
Finland	1593		Bob the Builder (Trade) (CTM)	Hi Entertainment PLC	Pending Application	Registered
Finland	1651		Boozy Device (Series of 4) (CTM)	Hi Entertainment PLC	1582113	Registered
Finland	1578		Boozy Device (Line Drawing)	Hi Entertainment PLC	1582014	Registered
Finland	1521		Boozy Device (Single) (CTM)	Hi Entertainment PLC	1582063	Registered
Finland	1635		Boozy Device (Line Drawing)	Hi Entertainment PLC	1581602	Registered
Finland	1519		Boozy Device (Line Drawing)	Hi Entertainment PLC	1582245	Registered
Finland	1607		Boozy Device (Line Drawing)	Hi Entertainment PLC	1582055	Registered
Finland	1649		Boozy Device (Line Drawing)	Hi Entertainment PLC	1581785	Registered
Finland	1535		Boozy Device (Line Drawing)	Hi Entertainment PLC	1582010	Registered
Finland	1564		Boozy Device (Line Drawing)	Hi Entertainment PLC	1582246	Registered
Finland	2314		Bob device (CTM)	Hi Entertainment PLC	Pending Application	
Finland	2387		Bob device (CTM)	Hi Entertainment PLC	Pending Application	
Finland	2448		Bob device Design (CTM)	Hi Entertainment PLC	Pending Application	
Finland	2414		Bob device (CTM)	Hi Entertainment PLC	Pending Application	
Finland	1677		The Three Friends and Jerry (word mark) (CTM)	Hi Entertainment PLC	1309000	Registered
Finland	2051		Angela Bittoria (word & device mark) (CTM)	Hi Entertainment PLC	Pending Application	
France	1664		Bob der Baanister (and device)	Hi Entertainment PLC	Pending Application	
France	2401		Bob device (CTM)	Hi Entertainment PLC	1812635	Registered
France	2068		Bob le Bouleuse	Hi Entertainment PLC	01 3101482	Registered
France	1594		Bob the Builder (Trade) (CTM)	Hi Entertainment PLC	Pending Application	
France	1632		Boozy Device (Series of 4) (CTM)	Hi Entertainment PLC	1582113	Registered
France	1570		Boozy Device (Line Drawing)	Hi Entertainment PLC	1582014	Registered
France	1522		Boozy Device (Single) (CTM)	Hi Entertainment PLC	1582063	Registered
France	1636		Boozy Device (Line Drawing)	Hi Entertainment PLC	1581602	Registered
France	1550		Boozy Device (Line Drawing)	Hi Entertainment PLC	1582245	Registered
France	1608		Boozy Device (Line Drawing)	Hi Entertainment PLC	1582055	Registered
France	1650		Boozy Device (Line Drawing)	Hi Entertainment PLC	1581785	Registered
France	1536		Boozy Device (Line Drawing)	Hi Entertainment PLC	1582010	Registered
France	1565		Boozy Device (Line Drawing)	Hi Entertainment PLC	1582246	Registered

III' Trademarks Worldwide

Report Date: 8/18/2002 Page: 5

Country	Trademark	Class	Applicant	Status
France	2348	Rubberbladders (CTM)	Hil Entertainment PLC	Pending Application
France	2469	Rubberbladders Design (CTM)	Hil Entertainment PLC	Pending Application
France	2415	Tubb (CTM)	Hil Entertainment PLC	Registered
France	1678	The Three Friends and Ferry (word marks) (CTM)	Hil Entertainment PLC	Registered
France	2052	Angelina Ballerina (word & device marks) (CTM)	Hil Entertainment PLC	Pending Application
Germany	1665	Bob der Baumeister (word device) (CTM)	Hil Entertainment PLC	Pending Application
Germany	2402	Bob device (CTM)	Hil Entertainment PLC	Registered
Germany	1995	Bob the Builder (word) (CTM)	Hil Entertainment PLC	Pending Application
Germany	1683	Plaza Device (word & 4) (CTM)	Hil Entertainment PLC	Registered
Germany	1580	Lolly Device (Line Drawing) (CTM)	Hil Entertainment PLC	Registered
Germany	1923	Mack Device (Slings) (CTM)	Hil Entertainment PLC	Registered
Germany	1637	Pitchand Device (Line Drawing) (CTM)	Hil Entertainment PLC	Registered
Germany	1551	Robby Device (Line Drawing) (CTM)	Hil Entertainment PLC	Registered
Germany	1609	Soson Device (Line Drawing) (CTM)	Hil Entertainment PLC	Registered
Germany	1651	Spoo device (line drawing) (CTM)	Hil Entertainment PLC	Registered
Germany	1537	Trawls Device (Line Drawing) (CTM)	Hil Entertainment PLC	Registered
Germany	1566	Woolly Device (Line Drawing) (CTM)	Hil Entertainment PLC	Registered
Germany	2316	Fubar	Hil Entertainment PLC	Pending Application
Germany	2380	Rubberbladders (CTM)	Hil Entertainment PLC	Pending Application
Germany	2490	Rubberbladders Design (CTM)	Hil Entertainment PLC	Pending Application
Germany	2416	Tubb (CTM)	Hil Entertainment PLC	Pending Application
Germany	1679	The Three Friends and Ferry (word marks) (CTM)	Hil Entertainment PLC	Registered
Germany	2053	Angelina Ballerina (word & device marks) (CTM)	Hil Entertainment PLC	Pending Application
Germany	1666	Bob der Baumeister (word device) (CTM)	Hil Entertainment PLC	Pending Application
Germany	2403	Bob device (CTM)	Hil Entertainment PLC	Registered
Germany	1996	Bob the Builder (word) (CTM)	Hil Entertainment PLC	Pending Application
Germany	2069	Bob the Builder (word & device marks) (CTM)	Hil Entertainment PLC	Pending Application
Germany	1634	Bob the Builder (word & device marks) (CTM)	Hil Entertainment PLC	Registered
Germany	1581	Lolly Device (Line Drawing) (CTM)	Hil Entertainment PLC	Registered
Germany	1924	Mack Device (Slings) (CTM)	Hil Entertainment PLC	Registered
Germany	1638	Pitchand Device (Line Drawing) (CTM)	Hil Entertainment PLC	Registered
Germany	1552	Robby Device (Line Drawing) (CTM)	Hil Entertainment PLC	Registered

HIIT Trademarks Worldwide

Report Date: 8/16/2002 Page: 6

Country	Serial No.	Mark Description	Class	Applicant	Status
Greece	1610	Scrap Device (Line Drawing) (CTM)	HIIT Entertainment PLC	1582055	Registered
Greece	1652	Scrap device (line drawing) (CTM)	HIIT Entertainment PLC	1581289	Registered
Greece	1538	Travis Device (Line Drawing) (CTM)	HIIT Entertainment PLC	1582030	Registered
Greece	1567	Wendy Device (Line Drawing) (CTM)	HIIT Entertainment PLC	1582246	Registered
Greece	2037	Finbar	HIIT Entertainment PLC	Pending Application	
Greece	2038	Rubberubbers (CTM)	HIIT Entertainment PLC	Pending Application	
Greece	2431	Rubberubbers Design (CTM)	HIIT Entertainment PLC	Pending Application	
Greece	2417	Job (CTM)	HIIT Entertainment PLC	Pending Application	
Greece	1680	The Three Friends and Jerry (word mark) (CTM)	HIIT Entertainment PLC	1582080	Registered
Greece	2054	Angela Bullous (word & device mark) (CTM)	HIIT Entertainment PLC	Pending Application	
Hong Kong	2070	Bob the Builder (with device) (English)	HIIT Entertainment PLC	Pending Application	
Hong Kong	2071	Bob the Builder (with device) (English)	HIIT Entertainment PLC	Pending Application	
Hong Kong	2072	Bob the Builder (with device) (English)	HIIT Entertainment PLC	Pending Application	
Hong Kong	2073	Bob the Builder (with device) (English)	HIIT Entertainment PLC	Pending Application	
Hong Kong	2074	Bob the Builder (with device) (English)	HIIT Entertainment PLC	Pending Application	
Ireland	1667	Bob the Builder (and device) (CTM)	HIIT Entertainment PLC	Pending Application	
Ireland	2004	Bob device (CTM)	HIIT Entertainment PLC	1812035	Registered
Ireland	1597	Bob the Builder (with device) (CTM)	HIIT Entertainment PLC	Pending Application	
Ireland	1623	Daisy Device (word & device) (CTM)	HIIT Entertainment PLC	1582113	Registered
Ireland	1582	Lolly Device (Line Drawing) (CTM)	HIIT Entertainment PLC	1582014	Registered
Ireland	1525	Muck Device (Single) (CTM)	HIIT Entertainment PLC	1582063	Registered
Ireland	1629	Patched Device (Line Drawing) (CTM)	HIIT Entertainment PLC	1581602	Registered
Ireland	1553	Ricky Device (Line Drawing) (CTM)	HIIT Entertainment PLC	1582345	Registered
Ireland	1611	Scrap Device (Line Drawing) (CTM)	HIIT Entertainment PLC	1582055	Registered
Ireland	1693	Scrap device (line drawing) (CTM)	HIIT Entertainment PLC	1581289	Registered
Ireland	1539	Travis Device (Line Drawing) (CTM)	HIIT Entertainment PLC	1582030	Registered
Ireland	1568	Wendy Device (Line Drawing) (CTM)	HIIT Entertainment PLC	1582246	Registered
Ireland	2438	Finbar	HIIT Entertainment PLC	Pending Application	
Ireland	2391	Rubberubbers (CTM)	HIIT Entertainment PLC	Pending Application	
Ireland	2432	Rubberubbers Design (CTM)	HIIT Entertainment PLC	Pending Application	

HIT Trademarks Worldwide

Report Date: 07/02/2002 Page: 7

Country	Serial	Description	Class	Applicant	Registration Status
Israel	1681	The Three Friends and Jerry (word marks) (CTM)	11	HIT Entertainment PLC	Registered
Israel	2035	Angelina Ballerina (word & device marks) (CTM)	11	HIT Entertainment PLC	Pending Application
Israel	1688	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Israel	1737	Hebrew translation	11	HIT Entertainment PLC	Registered
Israel	1738	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Israel	1739	Hebrew translation	11	HIT Entertainment PLC	Registered
Israel	1740	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Israel	1668	Hebrew translation	11	HIT Entertainment PLC	Registered
Italy	2005	Bob the Builder (device mark)	11	HIT Entertainment PLC	Pending Application
Italy	1598	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	1620	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	1583	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	1526	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	1640	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	1534	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	1612	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	1634	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	1540	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	1589	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	2439	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	2392	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	2453	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	2419	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	1682	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	2036	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Italy	2061	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Japan	1690	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Japan	1698	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Japan	1691	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered
Japan	1692	Bob the Builder (device mark)	11	HIT Entertainment PLC	Registered

III Trademarks Worldwide

Report Date: 2/16/2002 Page: 8

Country	Reg. No.	App. No.	Applicant	Goods/Services	Status
Japan	2038	4311534	Hi Entertainment PLC	Sheets (Self-Device)	Registered
Japan	1689	2631824	Hi Entertainment PLC	Angels	Registered
Malaysia	2082		Hi Entertainment PLC	Both the Builder (in)(English)	Pending Application
Malaysia	2131		Hi Entertainment PLC	Both the Builder (in)(English)	Pending Application
Malaysia	2132		Hi Entertainment PLC	Both the Builder (in)(English)	Pending Application
Malaysia	2133		Hi Entertainment PLC	Both the Builder (in)(English)	Pending Application
Malaysia	2134		Hi Entertainment PLC	Both the Builder (in)(English)	Pending Application
Malaysia	2092		Hi Entertainment PLC	Both El Constructor (in)(English)	Pending Application
Mexico	2093		Hi Entertainment PLC	Both El Constructor (in)(English)	Pending Application
Mexico	2094		Hi Entertainment PLC	Both El Constructor (in)(English)	Pending Application
Mexico	2095		Hi Entertainment PLC	Both El Constructor (in)(English)	Pending Application
Mexico	2096		Hi Entertainment PLC	Both El Constructor (in)(English)	Pending Application
Mexico	2043	637543	Hi Entertainment PLC	Both the Builder (Color)(in)(English)	Registered
New Zealand	1707	106998	Hi Entertainment PLC	Both the Builder (in)(English)	Registered
New Zealand	1708	106999	Hi Entertainment PLC	Both the Builder (in)(English)	Registered
New Zealand	1709	307000	Hi Entertainment PLC	Both the Builder (in)(English)	Registered
New Zealand	1710	307001	Hi Entertainment PLC	Both the Builder (in)(English)	Registered
New Zealand	1711	307002	Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	1669		Hi Entertainment PLC	Both the Builder (in)(English)	Pending Application
Portugal	2406		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	1599		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	1627		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	1584		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	1537		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	1641		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	1555		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	1613		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	1655		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	1541		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	1570		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	2440		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	2393		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	2454		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	2420		Hi Entertainment PLC	Both the Builder (in)(English)	Registered
Portugal	1683		Hi Entertainment PLC	Both the Builder (in)(English)	Registered

III Trademarks Worldwide

Report Date: 8/16/2002 Page: 9

Country	Serial No.	Applicant	Mark Description	Class	Status
Turkey	2057	Amigres Dillerias (word & device marks) (CTM)	Amigres	35	Pending Application
Saudi Arabia	2841	Bob The Builder (word mark and device mark)	Bob The Builder	35	Pending Application
Saudi Arabia	2007	Bob The Builder (word mark and device mark)	Bob The Builder	35	Pending Application
Saudi Arabia	2098	Bob The Builder (word mark and device mark)	Bob The Builder	35	Pending Application
Saudi Arabia	2099	Bob The Builder (word mark and device mark)	Bob The Builder	35	Pending Application
Saudi Arabia	2100	Bob The Builder (word mark and device mark)	Bob The Builder	35	Pending Application
Singapore	2102	Bob The Builder (word mark)	Bob The Builder	35	Pending Application
Singapore	2103	Bob The Builder (word mark)	Bob The Builder	35	Pending Application
Singapore	2104	Bob The Builder (word mark)	Bob The Builder	35	Pending Application
Singapore	2105	Bob The Builder (word mark)	Bob The Builder	35	Pending Application
Singapore	2135	Bob The Builder (word mark)	Bob The Builder	35	Pending Application
South Africa	1712	Bob The Builder (word mark)	Bob The Builder	35	Pending Application
South Africa	1713	Bob The Builder (word mark)	Bob The Builder	35	Pending Application
South Africa	1714	Bob The Builder (word mark)	Bob The Builder	35	Pending Application
South Africa	1715	Bob The Builder (word mark)	Bob The Builder	35	Pending Application
South Africa	1716	Bob The Builder (word mark)	Bob The Builder	35	Pending Application
South Africa	2426	Bob The Builder (word mark)	Bob The Builder	35	Pending Application
South Korea	2122	Bob The Builder (in Korean)	Bob The Builder	35	Registered
South Korea	1704	Bob The Builder (in Korean)	Bob The Builder	35	Registered
South Korea	2270	Bob The Builder (in Korean)	Bob The Builder	35	Pending Application
South Korea	2379	Bob The Builder (in Korean)	Bob The Builder	35	Pending Application
South Korea	2380	Bob The Builder (in Korean)	Bob The Builder	35	Pending Application
South Korea	2041	Bob The Builder (word and device mark) Korean registration	Bob The Builder	35	Registered
Spain	1670	Bob The Builder (word and device mark) (CTM)	Bob The Builder	35	Pending Application
Spain	2407	Bob de xite (CTM)	Bob de xite	35	Registered
Spain	1600	Bob the Builder (in Spanish) (CTM)	Bob the Builder	35	Pending Application
Spain	2062	Bob y sus Amigos	Bob y sus Amigos	35	Pending Application
Spain	2105	Bob y sus Amigos	Bob y sus Amigos	35	Pending Application
Spain	2106	Bob y sus Amigos	Bob y sus Amigos	35	Pending Application
Spain	2107	Bob y sus Amigos	Bob y sus Amigos	35	Pending Application
Spain	2108	Bob y sus Amigos	Bob y sus Amigos	35	Pending Application
Spain	1628	Bob y sus Amigos (CTM)	Bob y sus Amigos	35	Registered
Spain	1535	Bob y sus Amigos (CTM)	Bob y sus Amigos	35	Registered
Spain	1528	Mick Device (Single) (CTM)	Mick Device	35	Registered
Spain	1642	Richard Device (Line Drawing)	Richard Device	35	Registered

HET Trademarks Worldwide

Report Date: 01/07/2002 Page: 10

Country	Serial No.	Mark Description	Class	Applicant	Status
Spain	1556	Rocky Device (Line Drawing) (CTM)	16	Hil Entertainment PLC	Registered
Spain	1614	Saxon Device (Line Drawing) (CTM)	16	Hil Entertainment PLC	Registered
Spain	1636	Spud device (line drawing) (CTM)	16	Hil Entertainment PLC	Registered
Spain	1542	Texas Device (Line Drawing) (CTM)	16	Hil Entertainment PLC	Registered
Spain	1571	Woody Device (Line Drawing) (CTM)	16	Hil Entertainment PLC	Registered
Spain	2481	Flubar	16	Pending Application	
Spain	2394	Rubbababba (CTM)	16	Pending Application	
Spain	2455	Rubbababba Design (CTM)	16	Pending Application	
Spain	2431	Toob (CTM)	16	Pending Application	
Spain	1664	The Three Friends and Jerry (word mark) (CTM)	16	1100080	Registered
Spain	2058	Angelina Bullina (word & device mark) (CTM)	16	Pending Application	
Sweden	1671	Bob der Baumeister (and device) (CTM)	16	Pending Application	
Sweden	2408	Bob device (CTM)	16	1813835	Registered
Sweden	1601	Bob the Builder (word) (CTM)	16	Pending Application	
Sweden	1628	Dizzy Device (word) (CTM)	16	1382113	Registered
Sweden	1586	Lolly Device (Line Drawing) (CTM)	16	1587014	Registered
Sweden	1520	Muck Device (Single) (CTM)	16	1587063	Registered
Sweden	1643	Poleward Device (Line Drawing) (CTM)	16	1581602	Registered
Sweden	1557	Robby Device (Line Drawing) (CTM)	16	1583345	Registered
Sweden	1415	Saxon Device (Line Drawing) (CTM)	16	1582955	Registered
Sweden	1637	Spud device (line drawing) (CTM)	16	1581289	Registered
Sweden	1511	Texas Device (Line Drawing) (CTM)	16	1581090	Registered
Sweden	1572	Woody Device (Line Drawing) (CTM)	16	1382246	Registered
Sweden	2442	Flubar	16	Pending Application	
Sweden	2395	Rubbababba (CTM)	16	Pending Application	
Sweden	2436	Rubbababba Design (CTM)	16	Pending Application	
Sweden	2432	Toob (CTM)	16	Pending Application	
Sweden	1685	The Three Friends and Jerry (word mark) (CTM)	16	1100080	Registered
Sweden	2059	Angelina Bullina (word & device mark) (CTM)	16	Pending Application	
Switzerland	1717	Bob der Baumeister	16	478334	Registered
Taiwan	2109	Bob the Builder (and Device)	16	Pending Application	
Taiwan	2110	Bob the Builder (and Device)	16	Pending Application	

HIT Trademarks Worldwide

Report Date: 01/02/2002 Page: 11

Country	Serial No.	Mark Description	Class	Applicant	Status
Taiwan	2111	Bob the Builder (and Device)	21	HIT Entertainment PLC	Pending Application
Taiwan	2112	Bob the Builder (and Device)	21	HIT Entertainment PLC	Pending Application
Taiwan	2113	Bob the Builder (and Device)	21	HIT Entertainment PLC	Pending Application
Taiwan	2114	Bob the Builder (and Device)	21	HIT Entertainment PLC	Pending Application
United Arab Emirates	2115	Bob the Builder (and Device)	21	HIT Entertainment PLC	Pending Application
United Arab Emirates	2116	Bob the Builder (and Device)	21	HIT Entertainment PLC	Pending Application
United Arab Emirates	2117	Bob the Builder (and Device)	21	HIT Entertainment PLC	Pending Application
United Arab Emirates	2118	Bob the Builder (and Device)	21	HIT Entertainment PLC	Pending Application
United Arab Emirates	1732	Are You the Real & Device Series	21	HIT Entertainment PLC	Registered
United Kingdom	1602	Bob the Builder (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1731	Bob the Builder (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	2409	Bob the Builder (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1603	Bob the Builder (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	2095	Bob the Builder (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	2076	Bob the Builder (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1724	Bob the Builder (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	2077	Bob the Builder (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	2128	Bob the Builder (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	2066	Can We Fix It? (and Device)	21	HIT Entertainment PLC	Registered
United Kingdom	2065	Can We Fix It? (and Device)	21	HIT Entertainment PLC	Registered
United Kingdom	1733	Can We Fix It? (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1620	Can We Fix It? (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1730	Can We Fix It? (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1587	Can We Fix It? (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1706	Can We Fix It? (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1520	Can We Fix It? (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1724	Can We Fix It? (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1644	Can We Fix It? (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1728	Can We Fix It? (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1538	Can We Fix It? (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1732	Can We Fix It? (and Device) CTM	21	HIT Entertainment PLC	Registered
United Kingdom	1616	Can We Fix It? (and Device) CTM	21	HIT Entertainment PLC	Registered

HIT Trademarks Worldwide

Report Date: 01/07/2011 Page: 12

Country	Class	Description	Applicant	Registration No.	Status
United Kingdom	1735	Spool device (line & photo) standing, etching with and wiper cubes	HIT Entertainment PLC	2218071	Registered
United Kingdom	1658	Spool device (line drawing) (CTM)	HIT Entertainment PLC	1552249	Registered
United Kingdom	1327	Travis device (line & photo) (line drawing and wiper cubes)	HIT Entertainment PLC	2211055	Registered
United Kingdom	1344	Travis device (line drawing)	HIT Entertainment PLC	1582030	Registered
United Kingdom	1573	Wendy Device (Line Drawing) (CTM)	HIT Entertainment PLC	1582246	Registered
United Kingdom	1729	Wendy device (line only) color and wiper character	HIT Entertainment PLC	2211092	Registered
United Kingdom	1745	Global Banger	HIT Entertainment PLC	2216077	Registered
United Kingdom	1747	HIT Stylized Logo (series of 2)	HIT Entertainment PLC	2217526	Registered
United Kingdom	1746	HIT Admission Logo	HIT Entertainment PLC	2165753	Registered
United Kingdom	1744	Professor Bubble	HIT Entertainment PLC	2109688A	Registered
United Kingdom	1742	The Magic Key (word and device mark)	HIT Entertainment PLC	2224088	Registered
United Kingdom	2420	Oswald (Word mark)	HIT Entertainment PLC		Pending Application
United Kingdom	2425	Oswald Character	HIT Entertainment PLC		Pending Application
United Kingdom	2424	Oswald Device	HIT Entertainment PLC		Pending Application
United Kingdom	2443	Finlar	HIT Entertainment PLC		Pending Application
United Kingdom	2067	Plugg (word & device)	HIT Entertainment PLC	2268433	Registered
United Kingdom	2396	Rimbalobbers (CTM)	HIT Entertainment PLC		Pending Application
United Kingdom	2457	Rimbalobbers Design (CTM)	HIT Entertainment PLC		Pending Application
United Kingdom	2423	Tobbe (CTM)	HIT Entertainment PLC		Pending Application
United Kingdom	1741	Sitstep (word & device mark series of 2)	HIT Entertainment PLC	2214910	Registered
United Kingdom	1686	The Three Friends and Jerry (word mark) (CTM)	HIT Entertainment PLC	1303080	Registered
United Kingdom	1743	Three Friends and Jerry Device (series of 2)	HIT Entertainment PLC	2208068	Registered
United Kingdom	1720	Angelina	HIT Entertainment PLC	2026316	Registered
United Kingdom	1710	Angelina Ballerina (pedigree device)	HIT Entertainment PLC		Pending Application
United Kingdom	1718	Angelina Ballerina (word & device mark)	HIT Entertainment PLC		Pending Application
United Kingdom	2060	Angelina Ballerina (word & device mark) (CTM)	HIT Entertainment PLC		Pending Application
United Kingdom	1721	Mouse device (Angelina character)	HIT Entertainment PLC	1524260	Registered
United Kingdom	2136	Mouse device (Angelina character)	HIT Entertainment PLC	1324261	Registered
United States	1857	Angelina Ballerina	HIT Entertainment PLC		Pending Application
United States	1749	Angelina Ballerina (word & device mark)	HIT Entertainment PLC		Pending Application
United States	2177	Bob Dastin	HIT Entertainment PLC		Pending Application
United States	1858	Bob the Builder	HIT Entertainment PLC		Pending Application

HIT Trademarks Worldwide

Report Date: 8/16/2002 Page: 13

Country	Serial No.	Goods/Services	Applicant	Status
United States	1750	Bob The Builder (word mark and device mark)	HIT Entertainment PLC	Pending Application
United States	1855	Can We Fix It?	HIT Entertainment PLC	Pending Application
United States	1855	Can We Fix It? Via Car!	HIT Entertainment PLC	Pending Application
United States	1851	HIT Entertainment PLC and Device	HIT Entertainment PLC	Registered
United States	1852	HIT Entertainment PLC and Device	HIT Entertainment PLC	Registered
United States	1853	HIT Entertainment PLC and Device	HIT Entertainment PLC	Registered
United States	2366	Rubberbubbers	HIT Entertainment PLC	Pending Application
United States	2367	Rubberbubbers	HIT Entertainment PLC	Pending Application
United States	2429	Rubberbubbers Design	HIT Entertainment PLC	Pending Application
United States	2369	Tool	HIT Entertainment PLC	Pending Application
United States	2370	Tool	HIT Entertainment PLC	Pending Application
Venezuela	2064	Bob El Constructor (TM)	HIT Entertainment PLC	Pending Application
Venezuela	2119	Bob El Constructor (TM)	HIT Entertainment PLC	Pending Application
Venezuela	2120	Bob El Constructor (TM)	HIT Entertainment PLC	Pending Application
Venezuela	2121	Bob El Constructor (TM)	HIT Entertainment PLC	Pending Application
Venezuela	2122	Bob El Constructor (TM)	HIT Entertainment PLC	Pending Application

The Company

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- 29 -

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