

Form PTO 1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
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):
Ripe Design Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - California
 Other

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: April 14, 2003

2. Name and address of receiving party(ies):
Name: **The Topps Company, Inc.**
Address: **One Whitehall Street**
City: **New York State: New York Zip: 10004**

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-Delaware
 Other

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

4. Application number(s) or registration number(s):

A. Trademark Applications

<u>Mark</u>	<u>Serial No.</u>

Additional numbers attached? Yes No

B. Trademark Registrations

<u>Mark</u>	<u>Reg. No.</u>
TONGUE SUCKER	1,973,184
FLIP POP	2,159,162
KLIP	2,607,794

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Darby & Darby P.C.
Street Address: Post Office Box 5257
City: New York State: New York Zip: 10150-5257

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41):.....\$90.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 04-0100
(Attach duplicate copy of this page if paying by deposit account)

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.

Amy L. Nelkin
Name of Person Signing

Signature _____ Date April 16, 2003

Total number of pages including cover sheet, attachments, and document: 2

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

3152/8E537

TRADEMARK ASSIGNMENT

WHEREAS, **Ripe Design Inc.**, a corporation organized and existing under and by virtue of the laws of California and having a place of business at 1713 Artesia Blvd., Manhattan Beach, California 90266, hereinbelow called "Assignor", owns and has used in its business the following trademarks and trademark registrations:

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
TONGUE SUCKER	1,973,184	May 7, 1996
FLIP POP	2,159,162	May 19, 1998
KLIP	2,607,794	August 13, 2002

; and

WHEREAS, **The Topps Company, Inc.**, a corporation organized and existing under and by virtue of the laws of Delaware, and having a place of business at One Whitehall Street, New York, NY USA 10004, hereinbelow called "Assignee", is desirous of acquiring the entire right, title and interest in and to the said trademarks and trademark registrations and in and to any registrations, renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith;

THEREFORE, BE IT KNOWN that for and in consideration of the sum of One Dollar (\$1.00) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor has sold, assigned, transferred and by these presents does hereby sell, assign, and transfer unto the said Assignee, its successors or assigns, the entire right, title and interest in and to the said trademarks and trademark registrations and in and to any registrations, renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof.

Dated: 4/24/03

RIPE DESIGN INC.

By: Print Name: Gary WeiserPrint Title: COO

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