

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Tek-Nek Toys International, Inc.		12/12/2003	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	Tek Nek Toys International, Inc.
Street Address:	19244 S. Blackhawk Parkway
City:	Mokena
State/Country:	ILLINOIS
Postal Code:	60448
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 32

Property Type	Number	Word Mark
Serial Number:	78206565	TEDDY WEARS
Serial Number:	78199094	PLAY AROUND
Serial Number:	78256887	PRINCESS PONIES
Serial Number:	76181703	TEK TRIKE
Serial Number:	76205040	ROCKIN' TALKIN' PONY
Serial Number:	76315676	MY FIRST PLAY & LEARN
Serial Number:	78214961	EXTREME X TRIKE
Serial Number:	76280732	COLORATION STATION
Serial Number:	76376138	BUG ABOUTS
Registration Number:	2736082	TEK NEK
Registration Number:	2799307	MERMAID HAPPY AS CAN BE
Registration Number:	2775881	PLUSH PALS
Registration Number:	2209209	TEK NEK TOYS INTERNATIONAL, INC.
Registration Number:	2207340	PLAY & RIDE
Registration Number:	2587233	PLAY & LEARN

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Registration Number:	2400972	BIG DRIVER
Registration Number:	2470279	GREAT PLAINS RAILROAD
Registration Number:	2451740	GREAT EXPRESS RAILROAD
Registration Number:	2589276	ANIMAL CREW
Registration Number:	2605233	TEK WORLD
Registration Number:	2621224	BUTTERFLY GIRL
Registration Number:	2678600	METRO CONSTRUCTION
Registration Number:	2698627	TOT ABOUT
Registration Number:	2700794	FUN ON THE FARM
Registration Number:	2725588	JUNGLE PALS
Registration Number:	2728343	GLOW FISH
Registration Number:	2730503	DINO PUPPETS
Registration Number:	2736083	TEK NEK
Registration Number:	2742921	GLITTER GIRL
Registration Number:	2757305	STYLESHOW
Registration Number:	2778459	MY LIL' MOWER
Registration Number:	2783393	ELECTRONIC TALKING

CORRESPONDENCE DATA

Fax Number: (312)269-8869
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 312.346.8000
Email: jbrown@seyfarth.com
Correspondent Name: Jeffrey H. Brown
Address Line 1: Seyfarth Shaw LLP, 55 E. Monroe Street
Address Line 2: Suite 4200
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	TM ASSIGN IL TO DE36934-9
NAME OF SUBMITTER:	Jeffrey H. Brown

Total Attachments: 3
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source=TekNekToysMerger#page2.tif
source=TekNekToysMerger#page3.tif

Delaware

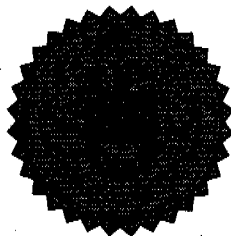
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"TEK-NEK TOYS INTERNATIONAL, INC.", A ILLINOIS CORPORATION, WITH AND INTO "TEK NEK TOYS INTERNATIONAL, INC." UNDER THE NAME OF "TEK NEK TOYS INTERNATIONAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2003, AT 2:16 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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030801287

AUTHENTICATION: 2808762

DATE: 12-12-03

TRADEMARK

REEL: 002807 FRAME: 0072

CERTIFICATE OF MERGER

OF

TEK-NEK TOYS INTERNATIONAL, INC., an
Illinois corporation

INTO

TEK NEK TOYS INTERNATIONAL, INC., a
Delaware corporation

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware.

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

NAME	STATE OF INCORPORATION
TEK NEK Toys International, Inc.	Delaware
TEK-NEK Toys International, Inc.	Illinois

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is TEK NEK Toys International, Inc., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of TEK NEK Toys International, Inc., a Delaware corporation which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is 19244 South Blackhawk Parkway, Mokena, IL 60448.

SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of each foreign corporation which is a party to the merger is as follows:

Corporation	Class	Number of Shares	Par value per share or statement that shares are without par value
TEK-NEK Toys International, Inc.	Common	500,000	N/A

Dated: December 11, 2003

TEK NEK TOYS INTERNATIONAL, INC.

By: 

Name: Jerry Gibson

Title: President