

FORM PTO-1504 (Modified) (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94) Copyright 1994-97 LegalStar TMS/REV03	<b>RECORDATION FORM COVER SHEET</b> <b>TRADEMARKS ONLY</b>	Docket No.: <b>CON-115J</b>
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To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

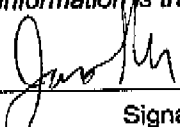
<p>1. Name of conveying party(ies): <b>Kids Only, Inc.</b></p> <p> <input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State <b>Massachusetts</b>  <input type="checkbox"/> Other _____       </p> <p>Additional names(s) of conveying party(ies)      <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <b>New Products LLC</b></p> <p>Internal Address: _____</p> <p>Street Address: <b>11A Walkup Drive</b></p> <p>City: <b>Westborough</b>                      State: <b>MA</b>    ZIP: <b>01701</b></p> <p> <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 <b>Massachusetts Limited Liability Company</b> </p> <p>If assignee is not domiciled in the United States, a domestic designation is                      <input type="checkbox"/> Yes    <input type="checkbox"/> N        (Designations must be a separate document from        Additional name(s) &amp; address(es)                      <input type="checkbox"/> Yes    <input type="checkbox"/> N     </p>
<p>3. Nature of conveyance:</p> <p> <input checked="" type="checkbox"/> Assignment                              <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement                      <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____       </p> <p>Execution Date: <b>March 2, 2004</b></p>	

<p>4. Application number(s) or registration numbers(s):</p> <p>A. Trademark Application No.(s)</p> <p style="text-align: right;">Additional numbers</p>	<p>B. Trademark Registration No.(s)</p> <p style="text-align: center;"><b>2,687,281</b></p> <p style="text-align: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <b>Jason D. Shanske</b></p> <p>Internal Address: <b>Iandiorio &amp; Teska</b></p> <p>Street Address: <b>260 Bear Hill Road</b></p> <p>City: <b>Waltham</b>                      State: <b>MA</b>    ZIP: <b>02451</b></p>	<p>6. Total number of applications and registrations involved:..... <span style="border: 1px solid black; padding: 2px;">1</span></p> <p>7. Total fee (37 CFR 3.41):.....\$ <b>\$40.00</b></p> <p> <input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account       </p> <p>8. Deposit account number:</p> <p style="text-align: center;"><b>09-0002</b></p>
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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.*

**Jason D. Shanske**                                            **4/15/04**

Name of Person Signing                      Signature                      Date

**700078627**                      Total number of pages including cover sheet, attachments, and **TRADEMARK**                      REEL: 002832 FRAME: 0312

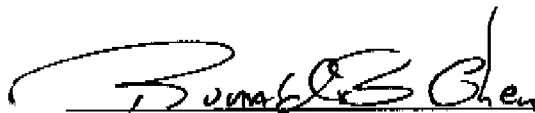
CH \$40.00 090002 2687281

**ASSIGNMENT**

For valuable consideration, Kids Only, Inc., a Massachusetts Corporation having its principle place of business at 11A Walkup Drive, Westborough, Massachusetts 01701, the Owner of United States Trademark Registration No. 2,687,281, for BABY ROSE (hereinafter "the Assignor") hereby assigns to New Products LLC, established under the laws of Massachusetts and having its principal place of business at 11A Walkup Drive, Westborough, Massachusetts 01701, and its successors and assigns (collectively hereinafter called "the Assignee"), the entire right, title and interest in, to and under the trademark, and the good will associated therewith, which is the subject of United States Trademark Registration No. 2,687,281.

In Witness Whereof, I hereto set my hand and seal at Westboro, MA this 2 day of March, 2004.

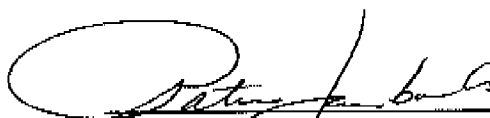
KIDS ONLY, INC.

  
\_\_\_\_\_  
Ronald B. Cohen  
President

State of Massachusetts }  
  }  
County of Middlesex }

Before me this 2 day of March, 2004, personally appeared Ronald B. Cohen known to me to be the person whose name is subscribed to the foregoing assignment and acknowledged that he executed the same as his free act and deed for the purposes therein contained.

[Notary's  
Seal here]

  
\_\_\_\_\_  
Notary Public  
My commission expires: