

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office
Client/Matter: 683629/011

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

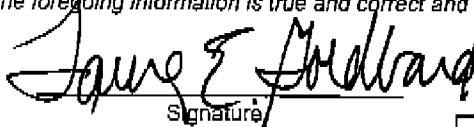
<p>1. Name of conveying party(ies): Entertainment Animation & Merchandising GmbH</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State German <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>Kids for Kids GmbH</u> Internal Address: <u>Otto-Hahn-Str. 20</u> Street Address: <u>85609 Munchen-Dornach, Germany</u> City: _____ State: _____ Zip: _____</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>German</u> <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input checked="" type="checkbox"/> Yes <input 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></p>
<p>3. Nature of conveyance: <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: <u>August 5, 2004</u></p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) <u>78/280,331 78/280,333</u></p>	<p>B. Trademark Registration No.(s)</p>
Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Laura E. Goldbard</u> Internal Address: <u>Stroock & Stroock & Lavan LLP</u> Street Address: <u>180 Maiden Lane</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10038</u></p>	<p>6. Total number of applications and registrations involved: 2</p> <p>7. Total fee (37 CFR 3.41).....\$ <u>65.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>19-4709</u> <small>(Attach duplicate copy of this page if paying by deposit account)</small></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.

Laura E. Goldbard  August 20, 2004
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 5

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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Client No. 683629/012

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant : Kids for Kids GmbH
 Serial No. : 78/280,331
 Filed : July 29, 2003
 Trademark : BEN BOARD

DESIGNATION OF DOMESTIC REPRESENTATIVE

Commissioner of Trademarks
 2900 Crystal Drive
 Arlington, Virginia 22202-3514

Sir:

Registrant designates STROOCK & STROOCK & LAVAN LLP, 180 Maiden Lane, New York, New York 10038, as registrant's representative upon whom notices or process in proceedings affecting the mark may be served.

KIDS FOR KIDS GMBH

Dated: 05 August 2003 By: [Signature]

Name: Heinz Ehmann
 Title: Managing Director

Kids for Kids GmbH
 Otto-Hahn-Str. 20
 D-85609 München-Donner
 Tel. 089 + 4 20 03-69

SSL-DOCS1 1479938v1

Client No. 683629/012

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant : Kids for Kids GmbH
 Serial No. : 78/280,333
 Filed : July 29, 2003
 Trademark : BELLA BUBBLE

DESIGNATION OF DOMESTIC REPRESENTATIVE

Commissioner of Trademarks
 2900 Crystal Drive
 Arlington, Virginia 22202-3514

Sir:

Registrant designates STROOCK & STROOCK & LAVAN LLP, 180 Maiden Lane, New York, New York 10038, as registrant's representative upon whom notices or process in proceedings affecting the mark may be served.

KIDS FOR KIDS GMBH

Dated: 8 August 2004

By: *Heinz Ehmann*
 Name: Heinz Ehmann
 Title: Managing Director

ASSIGNMENT OF TRADEMARK

WHEREAS, Intertainment Animation & Merchandising GmbH, a German corporation, having its principal place of business at Osterfeldstrasse 84, 85737 Ismaning, Germany (hereinafter referred to as "ASSIGNOR"), is the owner of the trademark and the record owner of the U.S. Trademark Application Serial No. 78/280,331 for the mark BEN BOARD and U.S. Trademark Application Serial No. 78/280,333 for the mark BELLA BUBBLE (hereinafter referred to as the "TRADEMARKS"); and

WHEREAS, Kids for Kids GmbH, a German corporation, having its principal place of business at Ono-Hahn-Str. 20, 85609 München-Dornach, Germany (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring all of the rights, title and interest of ASSIGNOR in, to and under the TRADEMARKS, together with the goodwill of the business associated with the TRADEMARKS.

NOW THEREFORE, in consideration of the sum of TEN (\$10.00) DOLLARS and other good and valuable consideration paid by ASSIGNEE to ASSIGNOR, the sufficiency and receipt of which is hereby acknowledged, ASSIGNOR confirms the transfer and hereby transfers and assigns to ASSIGNEE the entire right, title and interest in and to the TRADEMARKS together with the goodwill of the business associated with the TRADEMARKS and the United States registrations and applications therefor, and

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ASSIGNOR, does also hereby sell, assign, transfer and set over unto ASSIGNEE, its successors, legal representatives and assigns all claims for damages by reason of past infringement of the TRADEMARKS, the right to sue for and collect the same for its own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives: and

ASSIGNOR, further authorizes the Commissioner of Patents and Trademarks of the United States, whose duty it is to record trademark registrations, applications and title thereto, to record the TRADEMARKS and title thereto as the property of the ASSIGNEE, its successors, legal representatives and assigns in accordance with the terms of this instrument; and

IN WITNESS WHEREOF, ASSIGNOR has executed this instrument on this 5th day of August, 2004.

ENTERTAINMENT ANIMATION &
 MERCHANDISING GMBH
 ENTERTAINMENT
 ANIMATION & MERCHANDISING GMBH

By: [Signature]
 Odenfeldstraße 91
 D-80573 Garmisch-Partenkirchen, Germany
 Title: Managing Director

KIDS FOR KIDS GMBH

By: [Signature]
 Name: Wolfgang Ehrmann
 Title: Managing Director