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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): THE JIM HENSON COMPANY, INC. Individual(s) Association General Partnership Limited Partnership Corporation-State Other NEW YORK

2. Name and address of receiving party(ies) Name: MUPPETS HOLDING COMPANY, LLC Internal Address: Street Address: 500 SOUTH BUENA VISTA STREET City: BURBANK State: CA Zip: 91521 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State DELAWARE Other LIMITED LIABILITY COMPANY

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: 04/05/2004

4. Application number(s) or registration number(s): A. Trademark Application No.(s) SEE SCHEDULE "A" ATTACHED B. Trademark Registration No.(s) SEE SCHEDULE "A" ATTACHED

5. Name and address of party to whom correspondence concerning document should be mailed: Name: JOSEPH QUIGLEY Internal Address: SENIOR COUNSEL THE WALT DISNEY COMPANY Street Address: 500 SOUTH BUENA VISTA STREET City: BURBANK State: CA Zip: 91521

6. Total number of applications and registrations involved: 40 7. Total fee (37 CFR 3.41): \$ 1015.00 Enclosed Authorized to be charged to deposit account 8. Deposit account number: 230130 (Credit Overpayment or Charge Deficient Fees)

DO NOT USE THIS SPACE

9. Signature. EDITH TAPIA Name of Person Signing Signature Date 4/15/2004 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

04/20/2004 MGETACHE 00000220 230130 78337991 01 FC:8521 40.00 DA 02 FC:8522 975.00 DA

TRADEMARK REEL: 002953 FRAME: 0189

## Schedule "A"

## TRADEMARK APPLICATIONS

<b>TRADEMARK</b>	<b>Application Serial No.</b>	<b>Application Date</b>	<b>Classes</b>
BEAKER	78/337,991	December 8, 2003	28
STATLER	78/337,993	December 8, 2003	28
WALDORF	78/337,998	December 8, 2003	28
MUPPETS	78/394,842	April 1, 2004	3, 6, 9, 12, 14, 16, 20, 21, 24, 25, 26, 28, 30
MUPPETS (Stylized)	78/394,852	April 1, 2004	3, 9, 12, 16, 20, 21, 24, 25, 26, 28, 30

## TRADEMARK REGISTRATIONS

<b>TRADEMARK</b>	<b>Registration No.</b>	<b>Registration Date</b>	<b>Classes</b>
A MUPPET BABIES BIG STEPS BOOK	1,858,155	October 11, 1994	16
ANIMAL	2,595,249	July 16, 2002	28
BEAR IN THE BIG BLUE HOUSE	2,502,292	October 30, 2001	16, 18, 25, 28
BEAR IN THE BIG BLUE HOUSE	2,411,459	December 5, 2000	9, 16, 25, 28, 41
BEAR IN THE BIG BLUE HOUSE & Design	2,413,235	December 12, 2000	9, 16, 25, 28, 41
BIG STEPS	1,820,585	February 8, 1994	16
FOZZIE BEAR	1,114,165	February 27, 1979	28
GONZO	2,534,794	January 29, 2002	28
KERMIT	1,269,282	March 6, 1984	25
KERMIT COLLECTION & Device	2,250,270	June 1, 1999	9, 14, 16, 20, 21, 25, 28
KERMIT THE FROG	1,117,341	May 1, 1979	28
KERMIT THE FROG	1,177,453	November 10, 1981	28
LUNA	2,540,038	February 19, 2002	28
MISS PIGGY	1,248,428	August 16, 1983	25
MISS PIGGY	2,499,095	October 16, 2001	28
MISS PIGGY	1,154,067	May 12, 1981	28
MUPPET	948,503	December 12, 1972	28
MUPPET BABIES	2,270,822	August 17, 1999	3, 5, 10, 16, 20, 28, 30
MUPPET FEST! & Design	2,719,940	May 27, 2003	25, 41
MUPPET HOME VIDEO	1,337,685	May 28, 1985	9
MUPPET PARODIES THE SINCEREST... & Design	2,009,102	October 15, 1996	16, 25
MUPPET STUFF / STUDIO Stylized	2,303,967	December 28, 1999	35
MUPPET VISION	2,431,588	February 27, 2001	41
MUPPET VISION 3D & Design	2,564,402	April 23, 2002	25, 28
MUPPET WORLD	2,638,350	October 22, 2002	9, 25, 41
MUPPETIZER	2,340,650	April 11, 2000	42
MUPPETS	1,137,985	July 22, 1980	28
MUPPETS	949,135	December 19, 1972	41
MUPPETS TONIGHT!	2,239,151	April 13, 1999	41
OJO	2,406,149	November 21, 2000	28
RIZZO RAT	2,767,161	September 23, 2003	28
SCOOTER	2,149,767	April 7, 1998	28
THE MUPPET SHOW	1,127,688	December 11, 1979	41
TRELO	2,398,104	October 24, 2000	28
TUTTER	2,415,663	December 26, 2000	28

## TRADEMARK ASSIGNMENT

This Assignment is effective this 5<sup>th</sup> day of April, 2004, and is made with reference to the following facts:

WHEREAS, The Jim Henson Company, Inc., a New York corporation, having a business address at 1416 North La Brea Avenue, Hollywood, California 90028 ("Assignor"), has adopted, used, is using and is the owner of the trademarks now registered or for which there are applications pending in the United States Patent and Trademark Office as set forth in attached Schedule "A;"


WHEREAS, Muppets Holding Company, LLC, a Delaware limited liability corporation, having a business address at 500 South Buena Vista Street, Burbank, California 91521 ("Assignee"), desires to acquire the entire right, title and interest in and to the trademarks, trademark applications and trademark registrations set forth in the attached Schedule "A," together with the goodwill of the business symbolized by said trademarks;

NOW THEREFORE, in consideration of the foregoing recitals and of other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee all right, title and interest in the trademarks and trademark applications or registrations set forth in the attached Schedule "A", together with (i) the goodwill of the business symbolized thereby and (ii) all causes of action for infringement of any such trademarks. At the reasonable request of Assignee, Assignor, its successors and assigns shall provide to Assignee, in connection with any proceeding related to the assigned trademarks, trademark applications or trademark registrations, reasonable assistance relating to the history of such marks, applications or registrations, provided any reasonable costs or expenses of Assignor, its successors or assigns related to such assistance shall be reimbursed by Assignee.

USTrademarkAssignment.Final

IN WITNESS WHEREOF, The Jim Henson Company, Inc. has executed this Assignment by its duly authorized officer, as indicated below.

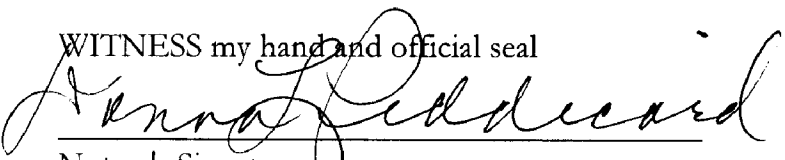
THE JIM HENSON COMPANY, INC.  
("Assignor")

By:   
Name: Peter Schube  
Title: President

State of CALIFORNIA )  
County of LOS ANGELES ) SS.

On this the 5th day of APRIL, 2004, before me, DONNA L. PEDDICORD, NOTARY PUBLIC, personally appeared PETER SCHUBE, personally known to me / proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

  
Notary's Signature

