

07-29-2004

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)



Resubm
U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

REC 102801539
TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Mica Designs, Inc.

- Individual(s)
- General Partnership
- Corporation-State - Texas
- Other
- Association
- Limited Partnership

Citizenship (see guidelines)

Execution Date(s) November 5, 2001

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Conversion
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: KidKraft, LP

Internal

Address:

Street Address: 4630 Olin Road

City: Dallas

State: Texas

Country: U.S.A. Zip: 75244

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship Texas
- Corporation Citizenship
- Other Citizenship

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,554,736

Registered: April 2, 2002

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning documenting document should be mailed:

Name: Docket Clerk

Internal Address: 900 Three Galleria Tower

Street Address: 13155 Noel Road

City: Dallas

State: Texas Zip: 75240

Phone Number: (972) 628-3600

Fax Number: (972) 628-3616

Email Address:

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Robert D. McCutcheon
Signature

7/23/2004
Date

Robert D. McCutcheon
Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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12-30-2003

12/8/03



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CKET NO. KIDK01-00012

To the Commissioner for Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Mica Designs, Inc.

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

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

2. Name and address of receiving party(ies):

Name: KidKraft, LP
Internal Address: 4674 Olin Road
Dallas, Texas 75244

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other Conversion

Execution Date: November 5, 2001

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

A. Service Mark Application No.

Additional numbers attached? Yes No

B. Trademark Registration No. 2,554,736
Registered: April 2, 2002

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Docket Clerk
Davis Munck, P.C.
900 Three Galleria Tower
13155 Noel Road
Dallas, Texas 75240

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):

- Enclosed - \$40.00
- Authorized to charge overpayment/underpayment to deposit acct.

8. Deposit account number: 50-0208

(Attach duplicate copy of this page if paying by deposit account)

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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.

Robert D. McCutcheon, Reg. No. 38,717
Name of Person Signing

Robert D. McCutcheon
Signature

12/3/2003
Date

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

Corporations Section
P.O. Box 13697
Austin, Texas 78711-3697



Geoffrey S. Connor
Assistant Secretary of State

Office of the Secretary of State

**CERTIFICATE OF CONVERSION
OF**

KidKraft, LP
Filing Number: 800025484

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Conversion

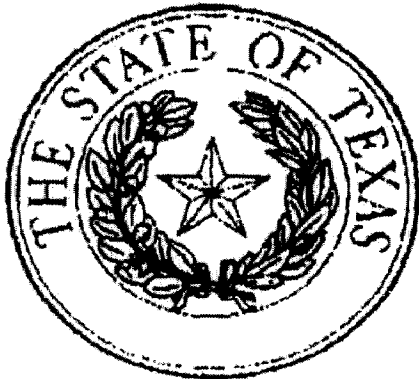
of
MICA DESIGNS, INC
Filing Number: 112584900

Converting it to
KidKraft, LP

have been received in this office and have been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Conversion.

Dated: 11/05/2001

Effective: 11/05/2001



Geoffrey S. Connor
Assistant Secretary of State

PHONE: (512) 463-3225
Prepared by: Kasia

Come visit us on the internet at <http://www.sos.state.tx.us/>
FAX: (512) 463-2709

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972 818 5381 P.02/04
P.04

FILED
In the Office of the
Secretary of State of Texas

**ARTICLES OF CONVERSION OF
MICA Designs, Inc.**

NOV 05 2001

Corporations Section

Pursuant to the provisions of Article 5.17 of the Texas Business Corporation Act and Section 2.15 of the Texas Revised Limited Partnership Act, the undersigned MICA Designs, Inc. (the "Converting Entity"), certifies the following Articles of Conversion are adopted for the purpose of effecting a conversion in accordance with the provisions of the Texas Business Corporation Act and the Texas Revised Limited Partnership Act.

1. A Plan of Conversion was approved and adopted in accordance with the provisions of Article 5.03 of the Texas Business Corporation Act providing for the conversion of MICA Designs, Inc., a corporation incorporated under the Texas Business Corporation Act to KidKraft, LP, a Texas limited partnership (the "Converted Entity").

2. An executed Plan of Conversion is on file at the principal place of business of the converting entity at 4674 Olin Road, Dallas, Texas 75244, and, from and after the conversion, an executed Plan of Conversion will be on file at the principal place of business of the converted entity at 4674 Olin Road, Dallas, Texas 75244.

3. A copy of the Plan of Conversion will be furnished by KidKraft, LP after the conversion on written request and without cost, to any shareholder of the converting MICA Designs, Inc.

4. The approval of the Plan of Conversion was duly authorized by all action required by the laws under which MICA Designs, Inc. is incorporated and by its constituent documents. The number of outstanding shares of each class or series of stock of MICA Designs, Inc. entitled to vote, with other shares or as a class, on the Plan of Conversion are as follows:

<u>Number of Shares Outstanding</u>	<u>Class of Series</u>	<u>Number of Shares Entitled to Vote as a Class or Series</u>
1,000	Common	0

5. The shareholders of the Converting Entity approved the conversion on October 18, 2001. The number of shares of the Converting Entity voting in favor of the conversion was 1,000, while the number of shares voting against the conversion was zero (0).

6. Two copies of the certificate of Limited Partnership of KidKraft, LP, which is to be created pursuant to the Plan of Conversion, are being filed with the Secretary of State with the Articles of Conversion.

7. The Converted Entity shall be liable for the payment of, and shall pay, all fees and franchise taxes, including those that are attributable to the Converting Entity.

Articles of Conversion of
MICA Designs, Inc.

8. The conversion shall be effective on the date of issuance of a certificate of conversion by the Secretary of State for the State of Texas.

Mica Designs, Inc.

Dated: October 18, 2001



Steven Lambert, President

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
KidKraft, LP**

The undersigned General Partner, desiring to form a limited partnership under the provisions of the Texas Revised Limited Partnership Act, certifies as follows:

1. The name of the partnership is KidKraft, LP.
2. This limited partnership is formed pursuant to a Plan of Conversion under which MICA Designs, Inc., a Texas business corporation formed on September 5, 1989 is the converting entity. The address of the converting entity is 4674 Olin Road, Dallas, Texas 75244.
3. The address of the partnership's registered office is 4674 Olin Road, Dallas, Texas 75244. The name of the partnership's registered agent for service is Steven Lampert.
4. The address of the principal office where records are required to be kept or made available is 4674 Olin Road, Dallas, Texas 75244.
5. The name, mailing address, and street address of the general partner is as follows:

<u>Name</u>	<u>Mailing Address</u>	<u>Business Address</u>
American Kids, Inc.	4674 Olin Road Dallas, Texas 75244	4674 Olin Road Dallas, Texas 75244

6. This certificate of limited partnership shall be effective on the date of issuance of a certificate of conversion by the Secretary of State for the State of Texas.

The undersigned affirms under the penalties of perjury, that this Certificate is executed on this 18th day of October, 2001, and to the best of the knowledge and belief of the undersigned, the facts stated in this Certificate are true.

American Kids, Inc.

By: 
Steven Lampert, President

Certificate of Limited Partnership of
KidKraft, LP

TOTAL P.04

TOTAL P.06