

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Alexis Playsafe, Inc.		03/16/2005	CORPORATION: GEORGIA
RECEIVING PARTY DATA			
Name:	Samara Brothers LLC		
Street Address:	240 Mill Road		
City:	Edison		
State/Country:	NEW JERSEY		
Postal Code:	08817		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	76378582	ANGEL KISSES BY ALEXIS	
CORRESPONDENCE DATA			
Fax Number:	(212)682-0200		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-880-6283		
Email:	ejasie@torys.com		
Correspondent Name:	Elisheva M. Jasie		
Address Line 1:	237 Park Avenue		
Address Line 4:	New York, NEW YORK 10017		
NAME OF SUBMITTER:	Elisheva M. Jasie		
Signature:	/Elisheva/		
Date:	03/30/2005		

CH \$40.00 76378582

Total Attachments: 4
 source=Trademark Assignment#page 1.tif

source=Trademark Assignment#page2.tif
source=Trademark Assignment#page3.tif
source=Trademark Assignment#page4.tif

TRADEMARK ASSIGNMENT

WHEREAS, Alexis Playsafe, Inc., a Georgia corporation (the "Assignor"), owns the trademarks listed on Exhibit A attached hereto (referred to collectively as the "Trademarks"); and

WHEREAS, the Trademarks are to be sold, conveyed, assigned, transferred and delivered to Samara Brothers LLC, a Delaware limited liability company (the "Assignee"), pursuant to a certain Purchase and Sale Agreement dated as of March 16, 2005, by and among Assignor and Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereby agree as follows:

1. Assignor represents and warrants that it is the current registered owner of the Trademarks, including certain registrations therefor or applications with respect thereto, all as set forth on Exhibit A.

2. Assignor hereby irrevocably sells, conveys, assigns, transfers and delivers to Assignee, its successors and assigns, absolutely and forever, all of its right, title and interest, whether statutory or at common law, in and to the Trademarks owned by it, including, without limitation, any registrations therefor or applications with respect thereto, as set forth on Exhibit A; all of Assignor's good will associated with or symbolized by the Trademarks; and all of Assignor's rights, if any, to sue for or make claims with respect to any past, present or future infringement or misappropriation of the Trademarks.

3. Assignor covenants and agrees to execute and deliver, without further consideration, any instruments or other documents, and to cooperate with Assignee in any manner, as may reasonably be required by Assignee to effectuate the full purpose and intent of this Trademark Assignment, including, without limitation, delivering or providing to Assignee such other instruments or documents as may be necessary to effectuate the recordation of this Trademark Assignment with the United States Patent and Trademark Office, or any other trademark office or appropriate governmental body in any country of the world where any of the Trademarks have been registered, or where any applications to register any of the Trademarks are pending, all as set forth on the annexed Exhibit A.

[Signature Page Follows]

IN WITNESS WHEREOF, each of the parties has executed this Trademark
Assignment as of March 16, 2005.

ALEXIS PLAYSAFE, INC.

By: Christine Cospers
Name: Christine Cospers
Title: President and Chief Executive Officer

SAMARA BROTHERS LLC

By: _____
Name: Peter Veres
Title: Chairman and Chief Executive Officer

5215032.2
31981-2002

ARK
NAME: 0262

IN WITNESS WHEREOF, each of the parties has executed this Trademark
Assignment as of March 16, 2005.

ALEXIS PLAYSAFE, INC., Assignor

By: _____
Name: Christine Cospoer
Title: President and Chief Executive Officer

Attest: _____
Name: Charles E. Whalen, Jr.
Title: Chairman of the Board of Directors

(CORPORATE SEAL)

SAMARA BROTHERS LLC, Assignee

By: _____
Name: Peter Veres
Title: Chairman and Chief Executive Officer

EXHIBIT A

Trademark	Registration/ Serial Number	Filing Date	Owner
ANGEL KISSES BY ALEXIS	76378582	March 5, 2002	Alexis Playsafe, Inc.

5215032.2
31981-2002

ARK
NAME: 0264