

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
EFFECTIVE DATE:	04/03/2002

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Racing Champions Ertl, Inc.		04/03/2002	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	RC Ertl, Inc.
Street Address:	Hwys. 136 & 20
City:	Dyersville
State/Country:	IOWA
Postal Code:	52040-2000
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1932237	PRESTIGE

CORRESPONDENCE DATA

Fax Number: (414)298-8097
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 414-298-1000
 Email: mdietz@reinhartlaw.com
 Correspondent Name: Michele Dietz
 Address Line 1: 1000 North Water Street
 Address Line 2: Suite 2100
 Address Line 4: Milwaukee, WISCONSIN 53202

NAME OF SUBMITTER:	Michele L. Dietz
Signature:	/mld/
Date:	05/03/2005

CH \$40.00 1932237

Total Attachments: 2

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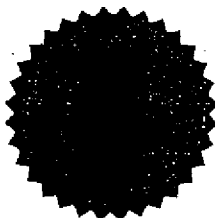
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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "RACING CHAMPIONS ERTL, INC.", CHANGING ITS NAME FROM "RACING CHAMPIONS ERTL, INC." TO "RC ERTL, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF APRIL, A.D. 2002, AT 12 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2139250 8100

AUTHENTICATION: 1890389

020455965

DATE: 07-18-02

TRADEMARK
REEL: 003077 FRAME: 0387

APR 03 2002 10:45 FR REVDNR MILW #5

STATE OF DELAWARE
TO 2477411 SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:00 PM 04/03/2002
020213222 - 2139250

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
RACING CHAMPIONS ERTL, INC.

Racing Champions Ertl, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST. That the Sole Director of said corporation adopted the following resolution:

RESOLVED: That the Sole Director hereby declares it advisable and in the best interests of the corporation that Article 1 of the Certificate of Incorporation be amended to read as follows:

1. The name of the Corporation is RC Ertl, Inc.

SECOND. That the foregoing amendment has been consented to and authorized by the holders of all of the issued and outstanding stock entitled to vote by written consent given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD. That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed by Robert E. Dods, this 3rd day of April, 2002.

/s/ Robert E. Dods
Robert E. Dods, Chief Executive
Officer and Chairman of the Board

MW12446135W:SW