

11-18-2004



11/03/04

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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):

Zindart Limited

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

Citizenship (see guidelines) Hong Kong

Execution Date(s) 10/28/2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Intervisual Books, Inc

Internal Address: _____

Street Address: 12910 CULVER Blvd, suite C

City: Los Angeles

State: California

Country: USA Zip: 90066

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship Hong Kong

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)

2088835

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 document should be mailed:

Name: Viacom International Inc

Internal Address: c/o Amanda Charter

Street Address: 1515 Broadway

City: New York

State: New York Zip: 10028

Phone Number: 212.846.7074

Fax Number: 212.846.1729

Email Address: _____

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- 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 192257

Authorized User Name Amanda Charter

9. Signature: [Signature]

Signature

10/28/04

Date

Malloy Lentt

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 2

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

11/18/2004 GTDM11 00000005 192257 2088835

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ChinaVest, Inc.

Fax:415-276-8885

Jun 24 2004

9:38

P.02

ZINDART LIMITED

Release of Security Interest

This Release ("Release") is entered into as of June 24th, 2004, by and between Intervisual Books, Inc. ("IBI"), a California corporation, 12910 Culver Blvd., Suite C, Los Angeles, California 90066 and Zindart Limited, a Hong Kong corporation ("Zindart").

Reference is made to that certain Intellectual Property and Security Agreement entered into as of May 13, 1999 by and between Zindart and IBI (the "Security Agreement"). Capitalized terms used in this Release, and not otherwise defined, shall have the respective meanings set forth in the Security Agreement.

IBI together with Simon & Schuster, Inc., including its affiliates and subsidiaries ("Simon"), and David Carter ("Carter") own certain intellectual property rights, including trademarks and copyrights to a series of books commonly referred to as the "Bugs Books" such books including, Alpha Bugs, Bed Bugs, Bugs that go Bump in the Night, Chanukah Bugs, Feely Bugs, Glitter Bugs, Space Bugs, Easter Bugs, Halloween Bugs, Love Bugs, Love Bugs Japanese, How Many Bugs in a Box?, More Bugs in a Box, Jingle Bugs, Twelve Bugs of Christmas, Twelve Bugs of Christmas Cards, Love Bugs Reduced, Easter Bugs Enlarged, Birthday Bugs, Peak-A-Boo Bugs, Bedtime Bugs, In and Out Bugs (4 titles) (collectively the "Titles"), and in addition the Titles, IBI, Simon and Carter own certain trademarks, including Bugs in a Box and Design lined for Color, Registration Number 2,088,835 (the "Trademarks" and collectively with the Titles and all other Intellectual property rights associated with the Bugs Books the "Works").

Some or all of the Works are considered Intellectual Property Collateral under the Security Agreement. IBI, desires to transfer and sell its portion of the Works to a third party. In connection therewith, Zindart hereby forever releases and discharges its security interest to the Works created by the Security Agreement. Zindart consents to the sale by IBI of the Works. This consent shall be effective only in this specific instance and for the specific purpose for which it is given, and this consent shall not entitle IBI to any other or further waiver or consent in any similar or other circumstances.

Except as provided above, the Security Agreement remains in full force and effect in accordance with its original terms. Nothing in this consent, any other correspondence, any oral communications between Zindart and IBI, should be construed to be a waiver, modification or release of any breach or default, whether now existing or hereafter arising, of any of Zindart's rights and remedies under the Security Agreement.

IN WITNESS WHEREOF, the parties have caused this Release to be duly executed by their officers thereunto duly authorized as of the date first written above.

INTERVISUAL BOOKS, INC.

By: Michael Silber
Name: Michael Silber
Title: President
6/24/04

ZINDART LIMITED

By: P. J. Gardiner
Name: P. J. GARDINER
Title: CHAIRMAN
24th June 2004

