

11-18-2004

11/03/04

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102884189

To the Director of the U. S. Patent and Trade

or attached documents or the new address(es) below.

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

INTERVUSAL BOOKS, INC.

- 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
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: SIMON & SCHUSTER, INC.

Internal

Address:

Street Address: 1230 AVENUE OF THE AMERICAS

City: NEW YORK

State: NEW YORK

Country: USA Zip: 10020

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other

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, 2039214, 1868219

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 Chatter

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:

3

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

90

- 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 Chatter

9. Signature:

Mallory Levitt
Signature

10/28/04
Date

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

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

TRADEMARK
REEL: 003079 FRAME: 0946

2088835
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04000004
11/18/2004

40.00 DA
50.00 DA

01 FC:8521
02 FC:8522

ADDENDUM TWO

ASSIGNMENT OF TRADEMARKS

WHEREAS, Intervisual Books, Inc. ("Assignor"), a California corporation, is one of the owners of the registrations for the mark BUGS IN A BOX and related designs on and in connection with the classes of goods/services as identified in schedule "A" and desires to assign all its right, title and interest in and to the Mark, together with the goodwill and business symbolized thereby as of (date) August 12, 2004; and

WHEREAS, David A. Carter of 4009 Sheridan Ct., Auburn, CA 95602 and Simon & Schuster, Inc. a New York corporation with a place of business at 1230 Avenue of the Americas (collectively, Carter and Simon & Schuster are referred to as "Assignee"), desire to obtain all rights in and to the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby sells, transfers, conveys and assigns to Assignee, all of Assignor's right, title and interest in and to the Marks, whether statutory or at common law, including all registrations and applications therefor, the right to recover for past infringement, and the goodwill of the business in connection with which it has been used.

IN WITNESS WHEREOF, Assignor has caused this document to be executed as of the 12 day of Aug., 2004.

INTERVISUAL BOOKS INCORPORATED

By: Michael Silver
Name: Michael Silver
Title: President

STATE OF Connecticut)ss
COUNTY OF Fairfield

Acknowledged before me this 12 day of AUGUST, 2004 by Jose I. Solano who being duly sworn did say that she executed this document.

Jose I. Solano
Notary Public
JOSE I. SOLANO
Notary Public, Connecticut
My Commission Expires June 30, 2008

ASSIGNMENT OF TRADEMARKS, Schedule A

- **Registration No. 2088835 – Design Only, Class 16 (Series of Children’s Books)**
- **Registration No. 2039214 – Design Only, Class 16 (Series of Children’s Books)**
- **Registration No. 1868219 – BUGS IN A BOX – Class 16 (Series of Children’s Books)**