

TRADEMARK ASSIGNMENT

Electronic Version v1.1

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SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Mattel Vendor Operations Die Cast Limited		03/03/2006	Hong Kong corporation: HONG KONG

RECEIVING PARTY DATA

Name:	Mattel, Inc.
Street Address:	333 Continental Boulevard
City:	El Segundo
State/Country:	CALIFORNIA
Postal Code:	90245
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	1313609	CONVOY
Registration Number:	0838708	MATCHBOX
Registration Number:	1358177	MATCHBOX
Registration Number:	1388396	MATCHBOX
Registration Number:	1338087	MEGA-BLASTERS
Registration Number:	1643716	MODELS OF YESTERYEAR
Registration Number:	1411464	TURBO SPECIALS

CORRESPONDENCE DATA

Fax Number: (310)312-4224

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 3103124000

Email: ctappa@manatt.com

Correspondent Name: Jill M. Pietrini, Esq.

Address Line 1: 11355 W. Olympic Boulevard

TRADEMARK

REEL: 003262 FRAME: 0140

900043700

CH \$190.00 1313609

Address Line 2:	Manatt, Phelps & Phillips, LLP
Address Line 4:	Los Angeles, CALIFORNIA 90064

ATTORNEY DOCKET NUMBER:	12838-634
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NAME OF SUBMITTER:	Jill M. Pietrini, Esq.
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Signature:	//jmp//
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Date:	03/07/2006
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**ASSIGNMENT OF TRADEMARKS AND
THE UNITED STATES REGISTRATIONS THEREOF**

This assignment is made by and between Mattel Vendor Operations Die Cast Limited, a Hong Kong corporation, having a principal place of business at Rm. 1301, South Tower, World Finance Centre, Harbour City, Tsimshatsui, Kowloon, Hong Kong (hereinafter "Assignee") and Mattel, Inc., a Delaware corporation, having a principal place of business at 333 Continental Blvd., El Segundo, California 90245 (hereinafter "Mattel").

WHEREAS, Assignee owns all rights, title and interest in and to the trademarks and United States Registrations thereof identified below (hereinafter the "Marks" and "Registrations", respectively), along with the goodwill of the business appurtenant to said Marks:

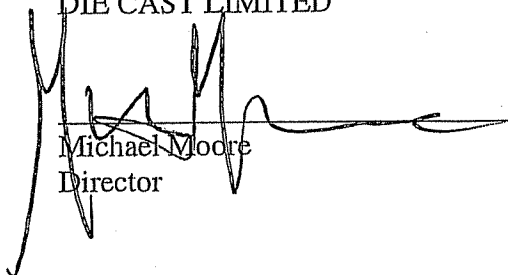
<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
CONVOY	1,313,609	January 8, 1985
MATCHBOX	838,708	November 14, 1967
MATCHBOX & Design	1,358,177	September 3, 1985
MATCHBOX & Design	1,388,396	April 1, 1986
MEGA-BLASTERS	1,338,087	May 28, 1985
MODELS OF YESTERYEAR	1,643,716	May 7, 1991
TURBO SPECIALS	1,411,464	September 30, 1986

WHEREAS, Assignee desires to acquire all right, title and interest to the Marks and the Registrations.

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, Assignee hereby assigns to Mattel all right, title and interest in the United States in and to the Marks and Registrations, together with the goodwill of the business symbolized by the Marks, together with any and all claims, demands, and causes of action for infringement, of the Marks, past, present and future, and all of the proceeds from the foregoing.

Signed at El Segundo, California, effective this 3 day of March, 2006.

MATTEL VENDOR OPERATIONS
DIE CAST LIMITED


Michael Moore
Director

State of California }

SS:

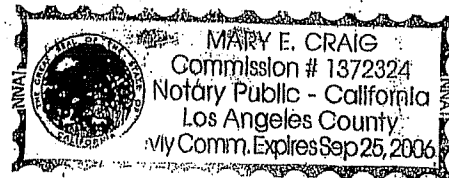
County of Los Angeles }

On this 3 day of March 2006, before me Mary E. Craig, a Notary Public, personally appeared Michael Moore,

X personally known to me, or
— proved to me on the basis of satisfactory evidence

to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity and that by his signature on the instrument the entity upon behalf of which the person acted, executed the instrument. WITNESS my hand and official seal.

Mary E. Craig
Notary Public



SCHEDULE OF TRADEMARKS

Mark	Class	Reg. Date	Reg. No.
CONVOY	28	1/8/85	1,313,609
MATCHBOX	28	11/14/67	838,708
MATCHBOX & Design	28	9/3/85	1,358,177
MATCHBOX & Design	28	4/1/86	1,388,396
MEGA-BLASTERS	28	5/28/85	1,338,087
MODELS OF YESTERYEAR	28	5/7/91	1,643,716
TURBO SPEICALS	28	9/30/86	1,411,464