

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
X Concepts, LLC		07/20/2006	LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	BrainStormProducts, LLC		
Street Address:	1011 South Andreasen Drive, Suite 100		
City:	Escondido		
State/Country:	CALIFORNIA		
Postal Code:	92029		
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2744548	WINDWALKER	
Serial Number:	78555064	WINGBUMPERS	
Serial Number:	78546617	X PLANES	
CORRESPONDENCE DATA			
Fax Number:	(760)871-1134		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(760) 871-1135		
Email:	nparrett@san.rr.com		
Correspondent Name:	Nancy H. Parrett		
Address Line 1:	1011 South Andreasen Drive, Suite 100		
Address Line 4:	Escondido, CALIFORNIA 92029		
NAME OF SUBMITTER:	Nancy H. Parrett		
Signature:	/Nancy H. Parrett/		

OP \$90.00 2744548

Date:

08/03/2006

Total Attachments: 3

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ASSIGNMENT OF TRADEMARKS

For good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, X CONCEPTS, LLC, a California limited liability company with an address of 975 S. Andreasen Drive, Escondido, California 92029 (“ASSIGNOR”), does hereby transfer, convey, and assign to BRAINSTORMPRODUCTS, LLC, a California limited liability company, having its business address at 1011 South Andreasen Drive, Suite 100, Escondido, California 92029 (“ASSIGNEE”), all rights, title, and interest held or owned by ASSIGNOR, both foreign and domestic, in and to the following three (3) marks (the “Marks”):

“WINDWALKER,” United States Patent and Trademark Registration No. 2,744,548

IC 028. US 022 023 038 050. G & S: Toys, namely kites and accessories for kites, namely, kite handles, kite lines, kite reels, kite string and kite tails;

“WINGBUMPERS,” United States Patent and Trademark Serial No. 78/555064

IC 028. US 022 023 038 050. G & S: Toys, namely kites, airplanes, gliders, orinthopters, and accessories for kites, airplanes, gliders, orinthopters;

“X PLANES,” United States Patent and Trademark Serial No. 78/546617

IC 028. US 022 023 038 050. G & S: toys, namely toy airplanes, gliders, remote control planes, rubber band powered planes;

together with the goodwill in the business symbolized by the Mark. ASSIGNOR expressly acknowledges that henceforth ASSIGNEE is the exclusive owner of the Mark and the goodwill that it represents, and ASSIGNOR, its agents, successors, and assigns shall not contest or oppose ASSIGNEE’s rights in the Mark either directly or indirectly by any means whatsoever, including, but not limited to, litigation, arbitration, mediation, administrative agency action, or the threat thereof. In addition, ASSIGNOR hereby expressly agrees to refrain from using the Mark or any confusingly similar mark in the future, except as such use may be licensed, in writing, by ASSIGNEE to ASSIGNOR.

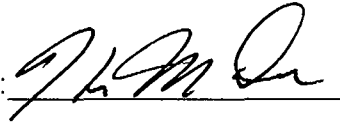
ASSIGNOR expressly agrees to execute any other documents, and take all other actions, necessary to complete or facilitate the assignment provided for herein, including, without limitation, filing all Statements of Use as maybe necessary or appropriate for this assignment of the Mark, and signing and filing appropriate documentation in foreign jurisdictions to effect the assignment of registrations or applications of the Mark in those jurisdictions.

The undersigned being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of this document, declares that he/she is properly authorized to execute this document on behalf of the applicant ASSIGNOR; and that all statements made of his/her own knowledge are true and all statements made on information and belief are believed to be true.

Dated: July 20, 2006

“ASSIGNOR:”

X-CONCEPTS, LLC, A California
Limited Liability Company

By: 

Name: Thomas M. Davidson

Title: Member

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California }
 County of San Diego } ss.

On July 20, 2006 before me, Bette J. Hull, Notary Public
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")
 personally appeared Thomas M. Davidson,
Name(s) of Signer(s)

personally known to me
 ~~proved to me on the basis of satisfactory evidence~~

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.
Bette J. Hull
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

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Signer's Name: _____
 Individual
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Attorney-in-Fact
 Trustee
 Guardian or Conservator
 Other: _____

Signer Is Representing: _____

