

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wild Planet Toys, Inc.		08/08/2006	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Wild Planet Entertainment, Inc.
Street Address:	225 Bush Street
Internal Address:	13th Floor
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94104
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 52

Property Type	Number	Word Mark
Registration Number:	2973833	AQUAPETS
Registration Number:	2710219	AQUA RADIO
Registration Number:	2847022	ATM SAFE
Registration Number:	2885443	DUNK SEAT
Registration Number:	2497090	HYDRO GLIDERS
Registration Number:	2828570	JET STREAMERS
Registration Number:	2637739	MAGNET DIVE GLOVE
Registration Number:	2888888	MICRO SPY KIT
Registration Number:	2578243	NIGHT SCOPE
Registration Number:	2903877	NIGHTSPYER
Registration Number:	2882984	OFF THE MAP
Registration Number:	2893826	OUTDOOR ANTICS
Registration Number:	2626150	SCATTERFISH

OP \$1315.00 2973833

Registration Number:	2962624	SPY BUG
Registration Number:	2520680	SPY CENTRAL
Registration Number:	2811692	SPY CODE LAUNCHER
Registration Number:	3118474	SPY GEAR
Registration Number:	2776850	SPY LINK
Registration Number:	2849641	SPY MICRO LISTENER
Registration Number:	2792904	SPY TRACKER SYSTEM
Registration Number:	2795521	UNDERCOVER GIRL
Registration Number:	2762761	UNDERCOVER GIRL
Registration Number:	2887514	WATERBALL
Registration Number:	2576638	WHERE FUN COMES FROM
Registration Number:	2729693	WHERE FUN COMES FROM
Registration Number:	2520530	WILD PLANET
Registration Number:	2494646	WILD PLANET
Registration Number:	2241094	WILD PLANET
Registration Number:	2134428	WILD PLANET
Registration Number:	2434324	WILD PLANET
Registration Number:	1991578	WILD PLANET
Registration Number:	2222083	WILD PLANET
Registration Number:	3124229	WILD PLANET KID INVENTOR CHALLENGE
Registration Number:	3134493	WIRED FOR SOUND
Registration Number:	2855023	XP-5 SPY WALLET
Registration Number:	2815917	ZOOM CAM
Serial Number:	78793048	A PIRATE'S LIFE
Serial Number:	78657026	DIVE SHARKS
Serial Number:	78663043	DODGE DISCS
Serial Number:	78269323	KID INVENTED
Serial Number:	78772619	MAZU KAN
Serial Number:	78691108	MICRO AGENT LISTENER
Serial Number:	78882403	MUTTZ AND ME
Serial Number:	78882379	MUTTZ AND ME
Serial Number:	78881940	PIRATE BOMB BLAST
Serial Number:	76335444	SPY GEAR
Serial Number:	78793077	SPY VIDEO CAR
Serial Number:	78882351	TOYS FOR YOU & YOUR BEST FRIEND

Serial Number:	78849202	VERTICON
Serial Number:	78593819	WILD PLANET
Serial Number:	78635397	WILD PLANET
Serial Number:	78757051	WIRED FOR SOUND

CORRESPONDENCE DATA

Fax Number: (415)399-3838

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

Phone: 4153993840

Email: jdupree@dfdlaw.com

Correspondent Name: Jamie L. Dupree

Address Line 1: 160 Sansome Street, 17th Floor

Address Line 2: Futterman & Dupree LLP

Address Line 4: San Francisco, CALIFORNIA 94104

NAME OF SUBMITTER:	Jamie L. Dupree
Signature:	/Jamie L. Dupree/
Date:	10/13/2006

Total Attachments: 2

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State of California
Secretary of State



I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

AUG 08 2006

BRUCE McPHERSON
 Secretary of State

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION**

AUG 08 2006

The undersigned certify that:

1. They are the **president** and the **chief financial officer**, respectively, of Wild Planet Toys, Inc., a California corporation.
2. Article I of the Second Amended and Restated Articles of Incorporation of this corporation, filed on March 25, 2003 (the "Articles of Incorporation") is amended to read as follows:

The name of this corporation is Wild Planet Entertainment, Inc.

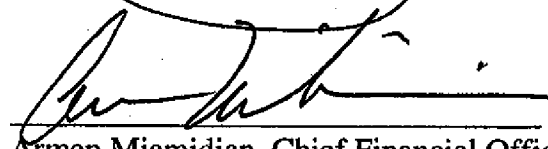
3. The foregoing amendment of Articles of Incorporation has been duly approved by the holders of the requisite number of shares of this corporation in accordance with Section 902 of the California General Corporation Law; the total number of outstanding shares of each class entitled to vote with respect to the foregoing amendment was 2,172,202 shares of Common Stock, 2,590,963 shares of Series A Preferred Stock, 3,499,933 shares of Series B Preferred Stock, 996,541 shares of Series C Preferred Stock, 1,388,227 shares of Series D Preferred Stock, 1,856,295 shares of Series E Preferred Stock, and 1,471,727 shares of Series F Preferred Stock. The number of shares voting in favor of the foregoing amendment equaled or exceeded the vote required, such required vote being a majority of the outstanding shares.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the board of directors.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: August 7, 2006



Daniel C.P. Grossman, President



Armen Miamidian, Chief Financial Officer

