

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the name of Assignee to be Mega Brands America, Inc. previously recorded on Reel 003449 Frame 0454. Assignor(s) hereby confirms the Assignment to Mega Brands America, Inc., a New Jersey Corporation, at 6 Regent Street, Livingston, New Jersey 07039.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Warren Industries, Inc.		12/21/2006	CORPORATION: INDIANA

RECEIVING PARTY DATA

Name:	Mega Brands America, Inc.
Street Address:	6 Regent Street
City:	Livingston
State/Country:	NEW JERSEY
Postal Code:	07039
Entity Type:	CORPORATION: NEW JERSEY

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	2849958	BORDERS
Registration Number:	2931979	BUILDERXTREME
Registration Number:	2931978	BUILDERXTREME
Registration Number:	2811887	CREATE-IT
Registration Number:	3150014	CRYSTALS & CANDLELIGHT
Registration Number:	3150013	CRYSTALS & CANDLELIGHT
Registration Number:	3045642	ESPHERA 360°
Registration Number:	3079005	ESPHERA 360°
Registration Number:	2809561	LIMITED EDITIONS
Registration Number:	2796297	MY FIRST BUILDER
Registration Number:	1781565	PRESTIGE
Registration Number:	1194039	PRESTOMAGIX

CH \$465.00 2849958

Registration Number:	1773075	STICK 'N LIFT
Registration Number:	2958451	THE MISSING PIECE MYSTERY PUZZLES
Registration Number:	2958450	THE MISSING PIECE MYSTERY PUZZLES
Registration Number:	3143401	VIEW THROUGH THE WINDOW
Registration Number:	1278164	WARREN
Registration Number:	1374014	WARREN

CORRESPONDENCE DATA

Fax Number: (973)624-7070
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 973-622-4444
Email: rsmith@mccarter.com
Correspondent Name: Robert W. Smith, Esq.
Address Line 1: Four Gateway Center,
Address Line 2: 100 Mulberry Street
Address Line 4: Newark, NEW JERSEY 07102-4056

ATTORNEY DOCKET NUMBER:	67895/3 (RWS-0406)
NAME OF SUBMITTER:	Robert W. Smith
Signature:	/robertwsmith/
Date:	12/22/2006

Total Attachments: 9
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**UNITED STATES PATENT AND TRADEMARK OFFICE**UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

DECEMBER 22, 2006

PTAS

900065353AROBERT W. SMITH, ESQ.
FOUR GATEWAY CENTER,
100 MULBERRY STREET
NEWARK, NJ 07102-4056

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UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENTTHE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF
THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS
AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER
REFERENCED BELOW.PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE
INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA
PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD
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CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 571-272-3350.
PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE,
MAIL STOP: ASSIGNMENT SERVICES BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.

RECORDATION DATE: 12/22/2006

REEL/FRAME: 003449/0454

NUMBER OF PAGES: 5

BRIEF: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL EFFECTIVE 05012006
DOCKET NUMBER: 67895/3 (RWS-0406)

ASSIGNOR:

WARREN INDUSTRIES, INC.

DOC DATE: 12/21/2006

CITIZENSHIP: INDIANA

ENTITY: CORPORATION

ASSIGNEE:

MEGA BRANDS INTERNATIONAL,
LUXEMBOURG, ZUG BRANCH
POSTSTRASSE 6
ZUG, SWITZERLAND CH-6300

CITIZENSHIP: LUXEMBOURG

ENTITY: CORPORATION

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APPLICATION NUMBER: 78297101
REGISTRATION NUMBER: 2849958FILING DATE: 09/08/2003
ISSUE DATE: 06/01/2004

MARK: BORDERS

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 78311119
REGISTRATION NUMBER: 2931979FILING DATE: 10/08/2003
ISSUE DATE: 03/08/2005

MARK: BUILDERXTREME

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 78311116
REGISTRATION NUMBER: 2931978FILING DATE: 10/08/2003
ISSUE DATE: 03/08/2005

MARK: BUILDERXTREME

DRAWING TYPE: STYLIZED WORDS, LETTERS, OR NUMBERS

APPLICATION NUMBER: 78195940
REGISTRATION NUMBER: 2811887FILING DATE: 12/18/2002
ISSUE DATE: 02/03/2004

MARK: CREATE-IT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 78647989
REGISTRATION NUMBER: 3150014FILING DATE: 06/10/2005
ISSUE DATE: 09/26/2006

MARK: CRYSTALS & CANDLELIGHT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 78647982
REGISTRATION NUMBER: 3150013FILING DATE: 06/10/2005
ISSUE DATE: 09/26/2006

MARK: CRYSTALS & CANDLELIGHT

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 78516018
REGISTRATION NUMBER: 3045642FILING DATE: 11/12/2004
ISSUE DATE: 01/17/2006

MARK: ESPHERA 360?

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 78529063
REGISTRATION NUMBER: 3079005FILING DATE: 12/08/2004
ISSUE DATE: 04/11/2006

MARK: ESPHERA 360?

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 76387888
REGISTRATION NUMBER: 2809561FILING DATE: 03/26/2002
ISSUE DATE: 01/27/2004

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

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APPLICATION NUMBER: 78195943 FILING DATE: 12/18/2002
REGISTRATION NUMBER: 2796297 ISSUE DATE: 12/16/2003

MARK: MY FIRST BUILDER
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74298116 FILING DATE: 07/27/1992
REGISTRATION NUMBER: 1781565 ISSUE DATE: 07/13/1993

MARK: PRESTIGE
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 73190118 FILING DATE: 10/20/1978
REGISTRATION NUMBER: 1194039 ISSUE DATE: 04/20/1982

MARK: PRESTOMAGIX
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74281851 FILING DATE: 06/08/1992
REGISTRATION NUMBER: 1773075 ISSUE DATE: 05/25/1993

MARK: STICK 'N LIFT
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 78301035 FILING DATE: 09/16/2003
REGISTRATION NUMBER: 2958451 ISSUE DATE: 05/31/2005

MARK: THE MISSING PIECE MYSTERY PUZZLES
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 78301029 FILING DATE: 09/16/2003
REGISTRATION NUMBER: 2958450 ISSUE DATE: 05/31/2005

MARK: THE MISSING PIECE MYSTERY PUZZLES
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 78529086 FILING DATE: 12/08/2004
REGISTRATION NUMBER: 3143401 ISSUE DATE: 09/12/2006

MARK: VIEW THROUGH THE WINDOW
DRAWING TYPE: STYLIZED WORDS, LETTERS, OR NUMBERS

APPLICATION NUMBER: 73420560 FILING DATE: 04/07/1983
REGISTRATION NUMBER: 1278164 ISSUE DATE: 05/15/1984

MARK: WARREN
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 73501835
REGISTRATION NUMBER: 1374014

FILING DATE: 10/01/1984
ISSUE DATE: 12/03/1985

MARK: WARREN

DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

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ASSIGNMENT SERVICES BRANCH
PUBLIC RECORDS DIVISION

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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12/22/2006
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Street Address:	Poststrasse 6																																												
City:	Zug																																												
State/Country:	SWITZERLAND																																												
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 Phone: 973-622-4444
 Email: rsmith@mccarter.com
 Correspondent Name: Robert W. Smith, Esq.
 Address Line 1: Four Gateway Center,
 Address Line 2: 100 Mulberry Street
 Address Line 4: Newark, NEW JERSEY 07102-4056

ATTORNEY DOCKET NUMBER:	67895/3 (RWS-0406)
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DOMESTIC REPRESENTATIVE

Name: Robert W. Smith, Esq.
 Address Line 1: Four Gateway Center
 Address Line 2: 100 Mulberry Street
 Address Line 4: Newark, NEW JERSEY 07102-4056

NAME OF SUBMITTER:	Robert W. Smith
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Signature:	/robertwsmith/
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Date:	12/22/2006
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ASSIGNMENT OF TRADEMARKS AND GOODWILL

This Assignment is made effective as of May 1, 2006, by and between WARREN INDUSTRIES, INC., a corporation duly organized and existing under the laws of the State of Indiana, with offices at 3200 South Street, Lafayette, Indiana 47904 ("Assignor") and MEGA BRANDS AMERICA, INC., a New Jersey corporation with offices at 6 Regent Street, Livingston, New Jersey 07039 ("Assignee").

WHEREAS, Assignor is the sole and exclusive owner of all right, title and interest in and to the trademarks and trademark registrations and trademark registration applications listed and/or described on Appendix A attached hereto and made a part hereof (the "Marks"), and all common law rights to the Marks and all of the goodwill associated with the Marks; and

NOW THEREFORE, for the sum of one dollar (\$1.00), and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign, grant and convey to Assignee all right, title and interest, including all common law rights, in the Marks, and all issued registrations with respect to same, as well as all of the goodwill related to the Marks and the right to sue for and to retain all damages and other relief for past infringement of the Marks. Assignor will execute any and all further documents necessary to transfer to Assignee title in and to the Marks.

IN TESTIMONY WHEREOF, Assignor has executed this Assignment on this 21st day of December, 2006, effective as of May 1, 2006.

ASSIGNOR

WARREN INDUSTRIES, INC.

By: 

Name: ALAIN FANGUAY

Title: Vice President

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TRADEMARK
REEL: 003449 FRAME: 0868

APPENDIX A

Schedule of Trademarks

Page: 1

Trademark	Case Number/Subcase Country Name	Status Class(es)	Application Number/Date	Registration Number/Date
BORDERS	0096184784/ United States of America	Registered	78/297,101 08-Sep-2003	2,849,958 01-Jun-2004
BUILDERXTREME	0096184952/ United States of America	Registered	78/311,119 08-Oct-2003	2,931,979 08-Mar-2005
BUILDERXTREME & Design	0096184953/ United States of America	Registered	78/311,116 08-Oct-2003	2,931,978 08-Mar-2005
CREATE-IT	0096184066/ United States of America	Registered	78195940 18-Dec-2002	2,811,887 03-Feb-2004
CRYSTALS & CANDLELIGHT	0096194042/ United States of America	Registered	78/647,989 10-Jun-2005	3,150,014 26-Sep-2006
CRYSTALS & CANDLELIGHT & Design	0096194043/ United States of America	Registered	78/647,982 10-Jun-2005	3,150,013 26-Sep-2006
ESPHERA 360	0096192939/ United States of America	Registered	78/516,018 12-Nov-2004	3,045,642 17-Jan-2006
ESPHERA 360 & Design	0096193043/ United States of America	Registered	78/529,063 08-Dec-2004	3,079,005 11-Apr-2006
LIMITED EDITIONS	0000003328/ United States of America	Registered	76/387,888 26-Mar-2002	2,809,561 27-Jan-2004
MY FIRST BUILDER	0096184065/ United States of America	Registered	78/195,943 18-Dec-2002	2,796,297 16-Dec-2003
PRESTIGE	0000000453/ United States of America	Registered	74/298,116 27-Jul-1992	1,781,565 13-Jul-1993
PRESTOMAGIX	0000000434/ United States of America	Registered	190,118 20-Oct-1978	1,194,039 20-Apr-1982
STICK 'N LIFT	0000000450/ United States of America	Registered	74/281,851 08-Jun-1992	1,773,075 25-May-1993
THE MISSING PIECE MYSTERY PUZZLES	0096184824/ United States of America	Registered	78/301,035 16-Sep-2003	2,958,451 31-May-2005
THE MISSING PIECE MYSTERY PUZZLES & Design	0096184825/ United States of America	Registered	78/301,029 16-Sep-2003	2,958,450 31-May-2005

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TRADEMARK
REEL: 003449 FRAME: 0869

Schedule of Trademarks

Page: 2

Trademark	Case Number/Subcase Country Name	Status Class(es)	Application Number/Date	Registration Number/Date
VIEW THROUGH THE WINDOW (Stylized)	0096193044/ United States of America	Registered	78/529,086 08-Dec-2004	3,143,401 12-Sep-2006
WARREN	0000000440/ United States of America	Registered	73/420,560 07-Apr-1983	1,278,164 15-May-1984
WARREN & Puzzle Design	0000000441/ United States of America	Registered	73/501,835 01-Oct-1984	1,374,014 03-Dec-1985