

10/26/06



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To the Honorable Commissioner of Patent

the original documents or copy thereof.

1. Name of conveying party(ies):

GENIUS PRODUCTS, INC. (DE CORP)

Individual(s) Association
 Corporation Other

2. Name and address of receiving party(ies):

Name: PACIFIC ENTERTAINMENT CORPORATION
(CA CORP)

Internal Address: _____

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Street Address: 2195 San Diegito Drive

City: Del Mar State: CA Zip: 92014

Corporation Association
 Individual(s) Other

Execution Date: 09 NOV. 2006

Assignee domiciled in the United States

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)
76/616388

B. Trademark registration No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: DONN K. HARMS, ESQ

Internal Address: _____

Street Address: 12702 Via Cortina, Suite 100

City: Del Mar

State: CA Zip: 92014

6. Total number of applications and registrations involved:

01

7. Total fee (37 CFR 3.41)....\$40.00

Enclosed

Authorized to be charged deposit account

8. Deposit account number

07-1338

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

DONN K. HARMS, ESQ.
Name of Person Signing

Signature

06 Dec. 2006

Date

Total number of pages comprising cover sheet: 01

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OFFICE OF PATENT RECORDS
DEC 26 AM 7 23
FINANCE SECTION

ASSIGNMENT OF TRADEMARKS

WHEREAS, GENIUS PRODUCTS, INC., a Delaware Corporation, has adopted, used and is using and is the owner of the following trademarks and Trademark Registrations and Applications:

<u>TRADEMARK</u>	<u>SERIAL NUMBER</u>	<u>GOODS/SERVICES</u>
WEE WORSHIP (pending office action issuing final refusal for unacceptable specimens of use)	76616388	Prerecorded audio cassettes, compact discs, video cassettes, laser discs, and digital video discs, all featuring music, fictional and non fictional stories, activities for play, motivational and self improvement, and covering education topics relating to mathematics, sciences, physical sciences, biological sciences, computer science, humanities, history, geography, economics, social studies, studies of society, environment studies, sewing, sports, travel, law, medicine, poetry, health, physical education, English, English literature, language comprehension, spelling, literacy, and numeracy; Printed material in the nature of calendars, a series of baby and children's books, address books, autograph books, bookmarks, decals, posters, trading cards, trading card albums, greeting cards, sheet music, photo albums, scrapbook albums, sticker albums, pens, pencils, pen and pencil holders, pen and pencil boxes, arts and crafts paint kits, stickers, and printed teaching materials for teaching in the fields of youth developmental skills, life skills and problem solving; Clothing, namely, dresses, jumpers, cardigans, jackets, socks, belts,

knit shirts, sport shirts, sweat shirts, T-shirts, ties, pants, sweaters, socks, underwear, shorts, beach visors, beachwear, swimsuits, hats, caps, beanie caps, pullovers, overalls, sporting shirts, jerseys, pajamas, shoes, and footwear; Toys, namely, action toys, bathtub toys, construction toys, pet toys, plush toys, ride-on toys, sandbox toys, squeeze toys, wind-up toys, musical toys, crib toys, crib mobiles, stuffed toy animals, children's multiple activity toys, adults' and children's party games, all types of dolls, doll accessories, climbing units, children's play cosmetics, card games, role playing games, board games and card games for teaching of alphabet, math, music, and language, and, adult and children's sporting goods, namely, playground balls, beach balls, basketballs, baseballs, baseball bats, baseball mitts, ball hoops and fishing rods.


WHEREAS, PACIFIC ENTERTAINMENT CORPORATION, a California Corporation, having principal offices at 2195 San Dieguito Drive, Del Mar, California, 92014, is desirous of acquiring said trademarks.

NOW, THEREFORE, in consideration of the sum of \$1.00 and other good and valuable consideration, the receipt of which is hereby acknowledged, GENIUS PRODUCTS, INC., a Delaware Corporation, does hereby sell, assign, transfer, and set over unto PACIFIC ENTERTAINMENT CORPORATION, a California Corporation, all right, title and interest in the United States, and throughout the world, in and to said trademarks and said registrations and applications, together with that portion of the business to which the marks pertain and the goodwill of that portion of the business symbolized by said trademarks and said trademark registrations and applications.

IN WITNESS WHEREOF, the person executing this Assignment on behalf of the ASSIGNOR, individually warrants they are an Officer of the Corporation of ASSIGNOR and have the ability to bind the ASSIGNOR on whose behalf this agreement is being executed.

Signed at Los Angeles (County), this 9th day of
November, 2006.

GENIUS PRODUCTS, INC.



Trevor Drinkwater, President