



To the Honorable Commissioner of Patents

103354804

ed original documents or copy thereof.

12/26/06

1. Name of conveying party(ies):

GENIUS PRODUCTS, INC. (NV CORP)

Individual(s) Association
X Corporation Other

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

Name: GENIUS PRODUCTS, INC. (DE CORP)

Internal Address:

Street Address: 2230 Broadway

City: Santa Monica State: CA Zip: 90404

X Corporation Association
Individual(s) Other

3. Nature of conveyance:

X Assignment Merger

Security Change of Agreement Name

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) 78/253818

B. Trademark registration No.(s)

Additional numbers attached? X 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: 28

7. Total fee (37 CFR 3.41) ... \$1,120.00

X Enclosed

X Authorized to be charged to 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: 02

12/27/2006 DBYRNE 00000075 78253818

01 FC:8521
02 FC:8522

40.00 OP
675.00 OP

Refund Ref: 12/27/2006 DBYRNE 0000155270 \$405.00 CHECK Refund Total:

Application number(s) continued:

78/597040
78/597057
76/420331
76/616374
76/616625
76/616626
76/616627
76/598213
76/616382
76/616384
76/616385
76/616628
76/391713
76/038231
76/038080
75/566835
75/566834
75/566833
75/566819
75/566818
75/566817
75/548011
75/548009
75/548008
75/548006
75/548003
75/548002

ASSIGNMENT OF TRADEMARKS

WHEREAS, GENIUS PRODUCTS, INC., a Nevada 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>
ZOO BABIES	78253818	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.
GENIUS GEAR	78597040	Clothing for men, women and children; namely, warm up suits, jogging suits, sweat suits, sweat pants and sweat shirts, body suits, leotards, leg warmers, wet suits, ski suits, ski pants, ski bibs, ski jackets, swim wear, bathing suits, beach and bathing cover ups, suits, tuxedos, slacks, trousers, pants, jeans, shorts, sweat shorts, gym shorts, tops, jackets, coats, sport coats, shirts, sport shirts, t-shirts, knit shirts, polo shirts, pullovers, sweaters, vests, tank tops, blazers, jump suits, play suits, overcoats, parkas, wind resistant jackets, leather jackets, footwear, shoes, boots, slippers, athletic footwear, basketball shoes, casual footwear, sandals, head wear, hats, caps, visors, hoods, berets, headbands, sweat bands, wristbands, ear muffs,

TRADEMARK

REEL: 003457 FRAME: 0663

neckwear, neckties, neckerchieves, scarves, bandannas, sleep wear, robes, pajamas, nightshirts, rain wear, gloves, mittens, galoshes, lounge wear, underwear, briefs, underpants, boxer shorts, undershirts, suspenders, hosiery, socks, belts, masquerade and Halloween costumes, and aprons.

GOT BABY?

78597057

Wholesale distributorship and telephone order services, mail-order services, and computerized online retail services featuring compact discs, video recordings, DVDs, and tape recordings all featuring music, and products for infants and children.

**DJ THE
DINOSAUR**

76420331

Prerecorded audio cassettes, compact discs, video cassettes, laser discs and digital video disc featuring music; Toys, namely, plush toys, action toys, bathtub toys, construction 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, dolls and doll accessories therefor, 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, and ball hoops.

**FRANKIE THE
ELEPHANT**

76616374

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, social studies, environment studies, sports, poetry, health, physical education, English, English literature, language comprehension, spelling, literacy, and numeracy; address books, autograph books, book marks, decals, stickers, sticker albums, posters, calendars, trading cards, trading card albums, photo albums, scrapbook albums, greeting cards, pencils, pens, pen and pencil holders, pen and pencil boxes, a series of baby and children's books, sheet music, arts and crafts paint kits, and printed teaching materials for teaching youth developmental skills, life skills and problem solving; Clothing, namely, dresses, jumpers, cardigans, jackets, socks, belts, knit shirts, sport shirts, sweat shirts, t-shirts, pants, sweaters, ties, socks, underwear, shorts, beach visors, beachwear, swimsuits, hats, caps, beanie caps, pullovers, overalls, sporting shirts, jerseys, pajamas, shoes and footwear; Toys, namely, plush toys, action toys, bathtub toys, construction 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, dolls and doll accessories therefor, 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, and ball hoops.

TEMPO THE

TIGER (pending
Request for
Extension of
Time to Oppose
filed Oct. 12,
2006)

76616625

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, social studies, environment studies, sports, poetry, health, physical education, English, English literature, language comprehension, spelling, literacy, and numeracy; Address books, autograph books, book marks, decals, stickers, sticker albums, posters, calendars, trading cards, trading card albums, photo albums, scrapbook albums, greeting cards, pencils, pens, pen and pencil holders, pen and pencil boxes, a series of baby and children's books, sheet music, arts and crafts paint kits, and printed teaching materials for teaching youth developmental skills, life skills and problem solving; Clothing, namely, dresses, jumpers, cardigans, jackets, socks, belts, knit shirts, sport shirts, sweat shirts, t-shirts, pants, sweaters, ties, socks, underwear, shorts, beach visors, beachwear, swimsuits, hats, caps, beanie caps, pullovers, overalls, sporting shirts, jerseys,

pajamas, shoes and footwear; Toys, namely, plush toys, action toys, bathtub toys, construction 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, dolls and doll accessories therefor, 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, and ball hoops.

**VINKO THE
DANCING BEAR** 76616626

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, social studies, environment studies, sports, poetry, health, physical education, English, English literature, language comprehension, spelling, literacy, and numeracy; Address books, autograph books, book marks, decals, stickers, sticker albums, posters, calendars, trading cards, trading card albums, photo albums, scrapbook albums, greeting cards, pencils, pens, pen and pencil holders, pen and pencil boxes, a series of baby and children's books, sheet music, arts and crafts paint kits, and printed teaching

materials for teaching youth developmental skills, life skills and problem solving; Clothing, namely, dresses, jumpers, cardigans, jackets, socks, belts, knit shirts, sport shirts, sweat shirts, t-shirts, pants, sweaters, ties, socks, underwear, shorts, beach visors, beachwear, swimsuits, hats, caps, beanie caps, pullovers, overalls, sporting shirts, jerseys, pajamas, shoes and footwear; Toys, namely, plush toys, action toys, bathtub toys, construction 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, dolls and doll accessories therefor, 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 shirts, and ball hoops.

OBOE THE
MONKEY

76616627

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, social studies, environment studies, sports, poetry, health, physical education, English, English literature, language comprehension, spelling, literacy,

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and numeracy; Address books, autograph books, book marks, decals, stickers, sticker albums, posters, calendars, trading cards, trading card albums, photo albums, scrapbook albums, greeting cards, pencils, pens, pen and pencil holders, pen and pencil boxes, a series of baby and children's books, sheet music, arts and crafts paint kits, and printed teaching materials for teaching youth developmental skills, life skills and problem solving; Clothing, namely, dresses, jumpers, cardigans, jackets, socks, belts, knit shirts, sport shirts, sweat shirts, t-shirts, pants, sweaters, ties, socks, underwear, shorts, beach visors, beachwear, swimsuits, hats, caps, beanie caps, pullovers, overalls, sporting shirts, jerseys, pajamas, shoes and footwear; Toys, namely, plush toys, action toys, bathtub toys, construction 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, dolls and doll accessories therefor, 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, and ball hoops.

**GENIUS
ENTERTAINMENT
HOLLYWOOD
CLASSICS**

76598213

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.

SPRING RAINS 76616382

Prerecorded audio cassettes, compact discs, video cassettes, laser discs, and digital video discs, all featuring music.

ENDLESS OCEANS 76616384

Prerecorded audio cassettes, compact discs, video cassettes, laser discs, and digital video discs, all featuring music.

PET TUNES 76616385

Prerecorded audio cassettes, compact discs, video cassettes, laser discs, and digital video discs, all featuring music.

PAMPERED PETS 76616628

Prerecorded audio cassettes, compact discs, video cassettes, laser discs, and digital video discs, all featuring music.

GENIUS ENTERTAINMENT 76391713

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.

PARENT GENIUS 76038231

Series of musical sound recordings, musical video recording, and children's videotapes; Printed material in the nature of calendars, a series of baby and children's books and books on parenting, sheet music, photo albums, scrapbook albums, arts and crafts kits, stickers, and printed teaching materials for teaching youth developmental skills, life skills and problem solving; Clothing, namely, golf shirts, dresses, jumpers, cardigans, tuxedos, suits, overcoats, trousers, jackets, 18 singlets, lingerie, belts, knit shirts, sport shirts, sweat shirts, T shirts, pants, sweaters, socks, ties, bow ties, 19 shorts, beach visors, beachwear, swimsuits, hats, caps, beanie hats, blouses, underwear, pull overs, sporting 20 shirts, jerseys, footwear and shoes; Toys, namely, action toys, bathtub toys, construction toys, pet toys, plush toys, ride-on toys, sandbox toy, 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, playground equipment, namely climbing units, and indoor baby and children's 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.

**GENIUS
PRODUCTS**

76038080

Telephone-order services, mail-order services, retail-store services and computerized online retail services, all featuring general merchandise.

KID GENIUS

75566835

Clothing, namely, dresses, jumpers, cardigans, suits, overcoats, trousers, jackets, singlets, socks, belts, knit shirts, sport shirts, sweat shirts, turtle necks, T shirts, pants, sweaters, socks, ties, bow ties, shorts, beach visors, beachwear, swimsuits, hats, caps, beanies, blouses, underwear, jackets, pull overs, overalls, sporting shirts, jerseys, and pajamas; 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.

CHILD GENIUS

75566834

Clothing, namely, dresses, jumpers, cardigans, suits, overcoats, trousers, jackets, singlets, socks, belts, knit shirts, sport shirts, sweat shirts, turtle necks, T shirts, pants, sweaters, socks, ties, bow ties, shorts, beach visors, beachwear, swimsuits, hats, caps, beanies, blouses, underwear,

jackets, pull overs, overalls, sporting shirts, jerseys, and pajamas; 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.

LITTLE GENIUS 75566833

Clothing, namely, dresses, jumpers, cardigans, suits, overcoats, trousers, jackets, singlets, socks, belts, knit shirts, sport shirts, sweat shirts, turtle necks, T shirts, pants, sweaters, socks, ties, bow ties, shorts, beach visors, beachwear, swimsuits, hats, caps, beanies, blouses, underwear, jackets, pull overs, overalls, sporting shirts, jerseys, and pajamas; 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.

KID GENIUS

75566819

Musical sound recordings and musical video recordings; Children's books, baby books, children's activity books, calendars, sheet music, song books, picture books, coloring books, comic books, decals, bumper stickers, paper cake decorations, greeting cards, flash cards, playing cards, trading cards, cartoon strips, crossword puzzles, disposable diapers, children's encyclopedias, printed teaching materials for teaching youth development skills, life skills, and problem solving, stickers, temporary tattoos, and wrapping paper.

LITTLE GENIUS

75566818

Musical sound recordings and musical video recordings; Children's books, baby books, children's activity books, calendars, sheet music, song books, picture books, decals, bumper stickers, paper cake decorations, greeting cards, flash cards, playing cards, trading cards, disposable diapers, children's encyclopedias, printed teaching materials for teaching youth development skills, life skills, and problem solving, stickers, temporary tattoos, and wrapping paper.

CHILD GENIUS

75566817

Musical sound recordings and musical video recordings; Children's books, baby books, children's activity books, calendars, sheet music, song books, picture books, coloring books, comic books, decals, bumper stickers, paper cake decorations, greeting cards, flash cards, playing cards, trading cards, cartoon strips, crossword puzzles.

disposable diapers, children's encyclopedias, printed teaching materials for teaching youth development skills, life skills, and problem solving, stickers, temporary tattoos, and wrapping paper.

BABY GENIUS 75548011

Musical sound recordings and musical video recordings.

BABY GENIUS 75548009

Baby bottles, baby bottle nipples, pacifiers and teething rings.

BABY GENIUS 75548008

Printed material in the nature of calendars, a series of baby and children's books, sheet music, photo albums, scrapbook albums, arts and crafts paint kits, stickers, and printed teaching materials for teaching youth developmental skills, life skills and problem solving.

BABY GENIUS 75548006

Infant cradles, bassinets, bedroom furniture, highchairs, furniture toy boxes, playpens, infant walkers, sleeping bags, and pillows.

BABY GENIUS 75548003

Clothing, namely, dresses, jumpers, cardigans, suits, overcoats, trousers, jackets, singlets, socks, belts, knit shirts, sport shirts, sweat shirts, turtle necks, T shirts, pants, sweaters, socks, ties, bow ties, shorts, beach visors, beachwear, swimsuits, hats, caps, beanies, blouses, underwear, jackets, pull overs, overalls, sporting shirts, jerseys, and pajamas.

BABY GENIUS 75548002

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 mitte, ball hoops and fishing rods.

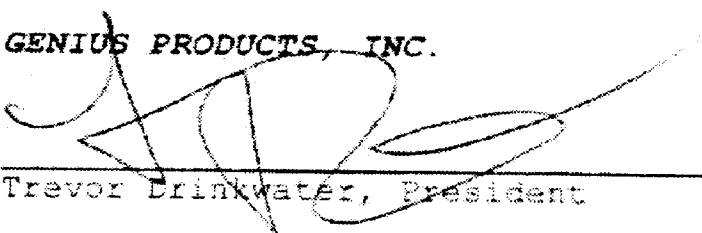
WHEREAS, GENIUS PRODUCTS, INC., a Delaware Corporation, having principal offices at 2230 Broadway, Santa Monica, California, United States, 90404, is desirous of acquiring said trademarks.

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 Nevada Corporation, does hereby sell, assign, transfer, and set over unto Genius Products, Inc., a Delaware 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