

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
The First Years, Inc.		07/02/2007	CORPORATION: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	Learning Curve Brands, Inc.
Street Address:	2021 9th Street SE
City:	Dyersville
State/Country:	IOWA
Postal Code:	52040
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	2210181	AIRFLOW
Registration Number:	2832521	CLEAN & SIMPLE
Registration Number:	2100365	FLOW RIGHT
Registration Number:	1486845	KIP
Registration Number:	3177369	SMART SERVE
Registration Number:	2629362	TAKE & TOSS
Registration Number:	1867938	THE FIRST YEARS
Registration Number:	1048212	THE FIRST YEARS
Registration Number:	1218822	THE FIRST YEARS
Registration Number:	2516593	THE FIRST YEARS
Registration Number:	0980728	THE FIRST YEARS
Registration Number:	1218823	
Registration Number:	1791235	

OP \$340.00 2210181

CORRESPONDENCE DATA

Fax Number: (574)287-8117

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

Phone: 574-287-7772

Email: rsnyder808@aol.com

Correspondent Name: Richard W. Snyder

Address Line 1: 105 E. Jefferson Blvd.

Address Line 2: Suite 800

Address Line 4: South Bend, INDIANA 46601

ATTORNEY DOCKET NUMBER:	US TFY MARKS
NAME OF SUBMITTER:	Richard W. Snyder
Signature:	/Richard W. Snyder/
Date:	07/05/2007

Total Attachments: 2

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Agreement") dated July 2, 2007, by and between THE FIRST YEARS, INC., a Massachusetts corporation (the "Assignor") and LEARNING CURVE BRANDS, INC., a Delaware corporation ("Assignee").

Assignor hereby sells, assigns, and transfers to Assignee, its successors, and assigns Assignor's entire right, title, and interest in and to the Assigned Trademarks (as defined below) along with all goodwill associated with the Assigned Trademarks. The above assignment is granted free and clear of all security interests, liens, encumbrances, claims, or interests of any kind or nature. As used herein, the term "Assigned Trademarks" shall mean those trademark registrations listed in Exhibit A attached hereto and made a part hereof, as well as: (a) all common law rights therein; (b) all goodwill associated therewith; (c) all renewals thereof; (d) all rights of action, powers, and benefits accrued thereto, including the right to sue for and collect damages and payments for past or future infringements thereof.

IN WITNESS WHEREOF, this Assignment has been duly executed by the parties hereto as of the date first written above.

ASSIGNOR: THE FIRST YEARS, INC. (a Massachusetts Corporation)

By
Its


CEO

ASSIGNEE: LEARNING CURVE BRANDS, INC. (a Delaware Corporation)

By
Its

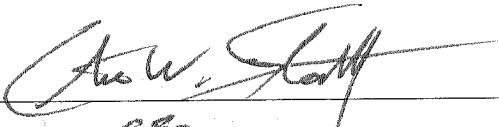

CEO

EXHIBIT A

<u>Trademark</u>	<u>Country</u>	<u>Filing Date</u>	<u>Application Number</u>	<u>Registration Date</u>	<u>Registration Number</u>
AIRFLOW (stylized) - Class 20	United States	3/12/1997	75/256,305	12/15/1998	2,210,181
CLEAN & SIMPLE - Class 21, 8	United States	8/10/2001	76/299,009	4/13/2004	2,832,521
FLOWRIGHT - Class 10	United States	5/30/1996	75/111,696	9/23/1997	2,100,365
KIP - Class 10	United States	9/24/1987	73/686,049	5/3/1988	1,486,845
SMART SERVE - Class 8	United States	9/30/2002	76/453,981	11/28/2006	3,177,369
TAKE & TOSS - Class 21	United States	8/10/2001	76/299,010	10/1/2002	2,629,362
THE FIRST YEARS - Classes 10, 11, 12, 16, 18, 20, 21, 22, 24, 25, 26, 27, 28, 5, 6, 8, 9	United States	12/30/91	74/235586	12/20/1994	1,867,938
THE FIRST YEARS - Class 28	United States	2/11/76	73/076,879	9/14/1976	1,048,212
THE FIRST YEARS - Classes 5, 6, 8, 9, 10, 11, 16, 20, 21, 25, 26, 28	United States	5/30/78	73/172,131	12/7/1982	1,218,822
THE FIRST YEARS - Classes 38, 42	United States	3/23/00	76/008,060	12/11/2001	2,516,593
THE FIRST YEARS & Design - Classes 10, 11, 21, 26, 28	United States	11/24/72	72/441,986	3/26/1974	980,728
THREE FIGURES LOGO - Classes 10, 11, 12, 16, 18, 20, 21, 22, 24, 25, 27, 28, 5, 6, 8, 9	United States	12/30/1991	74/235051	9/7/1993	1791235
THREE FIGURES LOGO - Classes 10, 11, 16, 20, 21, 25, 26, 28, 5, 6, 8, 9	United States	12/30/1991	73/172134	12/7/1982	1218823