

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Rescission of Trademark Assignment		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Jabez Enterprises Limited		10/23/2007	CORPORATION: HONG KONG

RECEIVING PARTY DATA	
Name:	Alpha International, Inc.
Street Address:	2155 Jacolyn Drive SW, Suite 6
City:	Cedar Rapids
State/Country:	IOWA
Postal Code:	52404
Entity Type:	CORPORATION: IOWA

PROPERTY NUMBERS Total: 25

Property Type	Number	Word Mark
Serial Number:	78874218	
Serial Number:	78352022	BIG WHEEL KIDS
Serial Number:	78515568	FLOOR FLYER
Serial Number:	78724993	GEARBOX TOYS & COLLECTIBLES CEDAR RAPIDS, IOWA
Serial Number:	78572376	HORSE COUNTRY
Registration Number:	2017786	GC
Registration Number:	2027095	
Registration Number:	2312588	ANOTHER FINE QUALITY GEARBOX COLLECTIBLE
Registration Number:	2319887	ANOTHER FINE QUALITY GEARBOX TOY
Registration Number:	2049111	BIG WHEEL
Registration Number:	2858047	BIG WHEEL
Registration Number:	1521121	BOOMERANG BUMP
Registration Number:	1638498	CROCODILE MILE
Registration Number:	1479774	CROCODILE MILE

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Registration Number:	1491328	ENCHANTED KINGDOM
Registration Number:	2110008	FEED 'N NUZZLE
Registration Number:	2312106	GEARBOX
Registration Number:	2541428	GEARBOX PEDAL CAR COMPANY
Registration Number:	2583183	GEARBOX PEDAL CAR COMPANY CEDAR RAPIDS, IOWA
Registration Number:	1706986	GRAND CHAMPIONS
Registration Number:	2175591	QUALITY ISN'T SOMETHING WE TOY AROUND WITH
Registration Number:	3097303	THE MOST BEAUTIFUL HORSES IN THE WORLD
Registration Number:	2714424	THE WORLD KNOWS NO BETTER QUALITY
Registration Number:	2312580	WAVE JET
Registration Number:	1474292	WET'N WACKY

CORRESPONDENCE DATA

Fax Number: (319)365-8443
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 319-365-9461
Email: deanna@shuttleworthlaw.com
Correspondent Name: Robert W. Hoke
Address Line 1: 115 3rd Street SE, Suite 500
Address Line 4: Cedar Rapids, IOWA 52401

ATTORNEY DOCKET NUMBER:	18452-3
NAME OF SUBMITTER:	Robert W. Hoke
Signature:	/Robert W. Hoke/
Date:	10/25/2007

Total Attachments: 12
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NOTICE OF RESCISSION OF TRADEMARK ASSIGNMENT

WHEREAS, Alpha International, Inc., an Iowa corporation (hereinafter "Alpha"), owns the following trademark applications and trademark registrations (hereinafter "Marks"):

PENDING U.S. TRADEMARKS		
Application Ser. No.	Mark	Application Date
78/874,218	DESIGN ONLY	5/2/2006
78/352,022	BIG WHEEL KIDS	1/14/2004
78/515,568	FLOOR FLYER	11/11/2004
78/724,993	GEARBOX TOYS & COLLECTIBLES CEDAR RAPIDS, IOWA & Design	10/3/2005
78/572,376	HORSE COUNTRY	2/22/2005

REGISTERED U.S. TRADEMARKS		
Registration No.	Mark	Registration Date
2,017,786	GC	11/19/1996
2,027,095	DESIGN ONLY	12/31/1996
2,312,588	ANOTHER FINE QUALITY GEARBOX COLLECTIBLE & Design	1/25/2000
2,319,887	ANOTHER FINE QUALITY GEARBOX TOY	2/15/2000
2,049,111	BIG WHEEL	4/1/1997
2,858,047	BIG WHEEL & Design	6/29/2004
1,521,121	BOOMERANG BUMP	1/17/1989
1,638,498	CROCODILE MILE	3/19/1991
1,479,774	CROCODILE MILE	3/8/1988
1,491,328	ENCHANTED KINGDOM	6/7/1988
2,110,008	FEED 'N NUZZLE	10/28/1997
2,312,106	GEARBOX	1/25/2000
2,541,428	GEARBOX PEDAL CAR COMPANY	2/19/2002
2,583,183	GEARBOX PEDAL CAR COMPANY CEDAR RAPIDS, IOWA & Design	6/18/2002
1,706,986	GRAND CHAMPIONS	8/11/1992
2,175,591	QUALITY ISN'T SOMETHING WE TOY AROUND WITH	7/21/1998
3,097,303	THE MOST BEAUTIFUL HORSES IN THE WORLD	5/30/2006

REGISTERED U.S. TRADEMARKS		
Registration No.	Mark	Registration Date
2,714,424	THE WORLD KNOWS NO BETTER QUALITY	5/6/2003
2,312,580	WAVE JET	1/25/2000
1,474,292	WET 'N WACKY	1/26/1988

FOREIGN TRADEMARKS			
Country	Reg. No.	Mark	Registration Date
Australia	518,147	CROCODILE MILE	8/30/1989
Canada	1,207,821	BIG WHEEL KIDS	2/27/2004
Canada	1,207,819	BIG WHEEL	2/27/2004
Canada	TMA632,808	GRAND CHAMPIONS	2/15/2005
Germany	003129541	Grand Champions Die schonsten Pferde der Welt! Design	7/7/2004
Germany	003055084	GRAND CHAMPIONS	4/4/2004
Germany	002572535	Grand Champions Design	3/12/2003

WHEREAS, Jabez Enterprises Limited, a Hong Kong corporation ("Jabez") attempted to acquire the above-identified Marks through a TRADEMARK ASSIGNMENT attached hereto as Exhibit A;

WHEREAS, the attempted acquisition was void ab initio because Alpha lacked the requisite authority to transfer any right, title, or interest in the Marks;

WHEREAS, Alpha has continued its business with the Marks;

NOW, THEREFORE, Alpha hereby elects to rescind the TRADEMARK ASSIGNMENT attached hereto as Exhibit A and gives notice of that rescission.

This NOTICE OF RESCISSION OF TRADEMARK ASSIGNMENT will inure to the benefit of the Alpha, its successors and assigns. Nothing in this instrument, express or implied, is intended or shall be construed to confer upon, or give to, any person, corporation or entity other than Alpha, its successors and assigns, any remedy or claim

corporation or entity other than Alpha, its successors and assigns, any remedy or claim under or by reason of this instrument, or any terms, covenants or conditions hereof, and all the terms, covenants and conditions in this instrument shall be for the sole and exclusive benefit of Alpha and its successors and assigns.

IN WITNESS WHEREOF, Alpha has caused this NOTICE OF RESCISSION OF ASSIGNMENT OF TRADEMARK to be executed this 23rd day of October, 2007.

ALPHA INTERNATIONAL, INC.

By: _____



STATE OF IOWA)
) ss:
COUNTY OF LINN)

On this 23rd day of October, 2007, before me, the undersigned, a Notary Public, personally appeared Jody Keener, to me personally known, who being by me duly sworn, did say that he is the President of Alpha International, Inc., the entity executing the within and foregoing instrument to which this is attached; that said instrument was signed on behalf of the entity; and that Jody Keener as the President acknowledged the execution of the foregoing instrument to be the voluntary act and deed of the entity, by it and by him voluntarily executed.

Notary Public

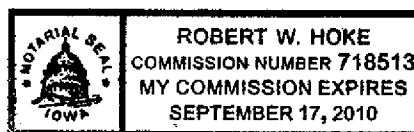
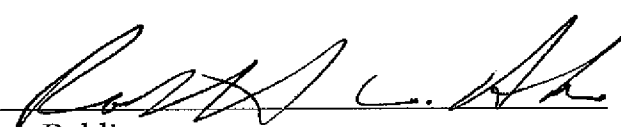


EXHIBIT A

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
Alpha International, Inc.		06/27/2006	CORPORATION: IOWA

RECEIVING PARTY DATA

Name:	Jabez Enterprises Limited
Street Address:	***
City:	***
State/Country:	HONG KONG
Entity Type:	CORPORATION: HONG KONG

PROPERTY NUMBERS Total: 25

Property Type	Number	Word Mark
Registration Number:	2017786	GC
Registration Number:	2027095	
Registration Number:	2312588	ANOTHER FINE QUALITY GEARBOX COLLECTIBLE
Registration Number:	2319887	ANOTHER FINE QUALITY GEARBOX TOY
Registration Number:	2049111	BIG WHEEL
Serial Number:	78874218	
Registration Number:	2858047	BIG WHEEL
Serial Number:	78352022	BIG WHEEL KIDS
Registration Number:	1521121	BOOMERANG BUMP
Registration Number:	1638498	CROCODILE MILE
Registration Number:	1479774	CROCODILE MILE
Registration Number:	1491328	ENCHANTED KINGDOM
Registration Number:	2110008	FEED 'N NUZZLE
Serial Number:	78515568	FLOOR FLYER
Registration Number:	2312106	GEARBOX

OP \$640.00 2017786

900077121

TRADEMARK
 REEL: 003544 FRAME: 0270

TRADEMARK
 REEL: 003646 FRAME: 0562

Registration Number:	2541428	GEARBOX PEDAL CAR COMPANY
Registration Number:	2583183	GEARBOX PEDAL CAR COMPANY CEDAR RAPIDS, IOWA
Serial Number:	78724993	GEARBOX TOYS & COLLECTIBLES CEDAR RAPIDS, IOWA
Registration Number:	1706986	GRAND CHAMPIONS
Serial Number:	78572376	HORSE COUNTRY
Registration Number:	2175591	QUALITY ISN'T SOMETHING WE TOY AROUND WITH
Registration Number:	3097303	THE MOST BEAUTIFUL HORSES IN THE WORLD
Registration Number:	2714424	THE WORLD KNOWS NO BETTER QUALITY
Registration Number:	2312580	WAVE JET
Registration Number:	1474292	WET'N WACKY

CORRESPONDENCE DATA

Fax Number: (216)566-5800

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

Email: trademarks@thompsonhine.com

Correspondent Name: Megan D. Dortenzo c/o Thompson Hine LLP

Address Line 1: P.O. BOX 8801

Address Line 2: Trademarks

Address Line 4: Dayton, OHIO 45401-8801

ATTORNEY DOCKET NUMBER:

071868.0003

DOMESTIC REPRESENTATIVE

Name: Randy Nazette, Esq.

Address Line 1: 100 First Street, S.W.

Address Line 2: Suite 100

Address Line 4: Cedar Rapids, IOWA 52404-5798

NAME OF SUBMITTER:

Megan D. Dortenzo

Signature:

/Megan D. Dortenzo/

Date:

05/17/2007

Total Attachments: 7

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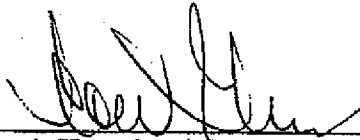
TRADEMARK
REEL: 003646 FRAME: 0563

TRADEMARK ASSIGNMENT

WHEREAS, Alpha International, Inc., an Iowa corporation (hereinafter "Assignor"), is the registered owner of certain trademarks shown on Schedule A attached hereto (collectively, "Trademarks").

WHEREAS, Jabez Enterprises Limited, a Hong Kong corporation (hereinafter "Assignee"), is desirous of acquiring any and all rights that Assignor may have in and to the Trademarks and the application and registration therefor, together with the goodwill of the business in connection with which the Trademarks are used and which are symbolized by the Trademarks, along with the right to recover for damages and profits for past infringements thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign, sell and transfer unto Assignee, its successors and assigns, all of its right, title and interest in and to the Trademarks, and the applications and registrations therefor, together with the goodwill of the business symbolized by the Trademarks, along with the right to recover for damages and profits for past infringements thereof. Further, Assignee hereby accepts all of its right, title and interest in and to the Trademarks, and the application and registration therefor, together with the goodwill of the business symbolized by the Trademarks, along with the right to recover for damages and profits for past infringements thereof.



Connie Hung, President
Alpha International, Inc. (Seller)

JUNE 27, 2006

(date)

SCHEDULE A
TRADEMARKS

United States:

1. GC stylized mark:
Registration No.: 2,017,786
Registration Date: Nov. 19, 1996
International Class: 028 – Toy horses
2. Running Horse design:
Registration No.: 2,027,095
Registration Date: Dec. 31, 1996
International Class: 028 – Toy horses
3. Another Fine Quality Gearbox Collectible design:
Registration No.: 2,312,588
Registration Date: Jan. 25, 2000
International Class: 028 – Collectibles, namely scale toy replicas of aircraft, cars, trucks, farm tractors, farm implements, and canned goods; toys, namely play figurines, aircraft, cars, trucks, and dolls
4. Another Fine Gearbox Toy design:
Registration No.: 2,319,887
Registration Date: Feb. 15, 2000
International Class: 028 – Collectibles, namely, scale toy replicas of aircraft, cars, trucks, farm tractors, farm implements, and canned goods; toys, namely, play figurines, aircraft, cars, trucks, and dolls
5. Mark: BIG WHEEL
Registration No.: 2,049,111
Registration Date: April 1, 1997
International Class: 028 – Child's ride-on toy
6. Big Wheel design:
Serial No.: 78/874,218
Filing Date: May 2, 2006
International Class: 028 – Toys, namely ride-on toy vehicle





7. Big Wheel design:
Registration No.: 2,858,047
Registration Date: June 29, 2004
International Class: 028 -- Toys, namely ride-on toy vehicle
8. Mark: BIG WHEEL KIDS
Serial No.: 78/352,022
Filing Date: Jan. 14, 2004
International Class: 028 -- Toys and novelty items
9. Mark: BOOMERANG BUMP
Reg. No.: 1,521,121
Reg. Date: Jan. 17, 1989
International Class: 028 - Toy water slides
10. Mark: CROCODILE MILE
Reg. No.: 1,638,498
Reg. Date: March 19, 1991
International Class: 028 - Waterslides, play swimming pools and inflatable wading pools, some containing attached inflatable toys in the nature of ride-on and inflatable animals and figures
11. Mark: CROCODILE MILE
Registration No.: 1,479,774
Registration Date: March 8, 1988
International Class: 028 -- Toy water slides
12. Mark: ENCHANTED KINGDOM
Registration No.: 1,491,328
Registration Date: June 7, 1988
International Class: 028 -- Toy animals, dolls, and accessories for them

13. Mark: FEED 'N NUZZLE
Registration No.: 2,110,008
Registration Date: October 28, 1997
International Class: 028 – Toy animals and toy playsets including toy animals and accessories therefor
14. Mark: FLOOR FLYER
Serial No.: 78/515,568
Filing Date: November 11, 2004
International Class: 028 – Toys, namely air, land, and sea vehicles of all types and accessories therefor
15. Mark: GEARBOX
Registration No.: 2,312,106
Registration Date: Jan. 25, 2000
International Class: 028 – Collectibles, namely, scale toy replicas of aircraft, cars, trucks, farm tractors, farm implements, and canned goods; toys, namely, play figurines, aircraft, cars, trucks, and dolls
16. Mark: GEARBOX PEDAL CAR COMPANY
Registration No.: 2,541,428
Registration Date: Feb. 19, 2002
International Class: 012 – children's pedal cars, tricycles and wagons
17. Gearbox Pedal Car Company Cedar Rapids, Iowa design:
Registration No.: 2,583,183
Registration Date: June 18, 2002
International Class: 012 – children's pedal cars, tricycles and wagons
18. Gearbox Toys & Collectibles Cedar Rapids, Iowa design:
Serial No.: 78/724,993
Filing Date: Oct. 3, 2005
International Class: 028 – Collectibles, namely, scale toy replicas of aircraft, cars, trucks, farm tractors, and farm implements; and toys, namely, play figurines, aircraft, cars and trucks
19. Mark: GRAND CHAMPIONS
Registration No.: 1,706,986
Registration Date: Aug. 11, 1992
International Class: 028 – toy horses

20. **Mark: HORSE COUNTRY**
Serial No.: 78/572,376
Filing Date: Feb. 22, 2005
International Class: 028 – Toys and playthings, namely toy horses and riders, and accessories for toy horses namely saddles, toy grooming kits, brushes and combs; toy buildings for horses, namely stables, pen and playhouses; and toy foodstuffs, namely apples and carrots
22. **Mark: QUALITY ISN'T SOMETHING WE TOY AROUND WITH**
Registration No.: 2,175,591
Registration Date: July 21, 1998
International Class: 028 – Collectibles, namely, scale toy replicas of aircraft, cars, trucks, farm tractors, farm implements, and canned goods; toys, namely, play figurines, aircraft, cars, trucks, and dolls
23. **Mark: THE MOST BEAUTIFUL HORSES IN THE WORLD**
Registration No.: 3,097,303
Registration Date: May 30, 2006
International Class: 028 – Toy human figures sold alone; toy human figures with accessories therefor sold as a unit; toy animal figures sold alone; toy animal figures with accessories therefor sold as a unit; toy human and animal figures sold as a unit; toy human and animal figures and accessories therefor sold as a unit
24. **Mark: THE WORLD KNOWS NO BETTER QUALITY**
Registration No.: 2,714,424
Registration Date: May 6, 2003
International Class: 028 – Collectibles, namely scale toy replicas of aircraft, cars, trucks, farm tractors, farm implements and canned goods; toys, namely play figurines, aircraft, cars, trucks and dolls
25. **Mark: WAVE JET**
Registration No.: 2,312,580
Registration Date: Jan. 25, 2000
International Class: 028 – Toy water slides
26. **Mark: WET 'N WACKY**
Registration No.: 1,474,292
Registration Date: Jan. 26, 1988
International Class: 028 – Toy water slides

Australia

1. Mark: CROCODILE MILE
Registration No.: 518,147
Registration Date: Aug. 30, 1989
International Class: Toys, games and playthings including toy water slides, none being toy crocodiles, bicycles, tricycles part or accessories thereof

Canada

1. Mark: BIG WHEEL KIDS
Registration No.: 1,207,821
Registration Date: Feb. 27, 2004
International Class: toys and novelty items
2. Mark: BIG WHEEL
Registration No.: 1,207,819
Registration Date: Feb. 27, 2004
International Class: ride on toy
3. Mark: GRAND CHAMPIONS
Registration No.: TMA632,808
Registration Date: Feb. 15, 2005
International Class: toy horses, riders and accessories

Germany

1. Grand Champions Die schönsten Pferde der Welt! design:
Registration No.: 003129541
Registration Date: July 7, 2004
International Class: 028 – toy horses, models of horses for collectors
2. Mark: GRAND CHAMPIONS
Registration No.: 003055084
Registration Date: April 4, 2004
International Class: 028 – toys and playthings
3. Grand Champions design:
Registration No.: 002572535
Registration Date: March 12, 2003
International Class: 028 – toy horses, models of horses for collectors