

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
RC2 Brands, Inc.		02/01/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Learning Curve Brands, Inc.		
Street Address:	2021 9th Street		
City:	Dyersville		
State/Country:	IOWA		
Postal Code:	52040		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1080514	ERTL	
CORRESPONDENCE DATA			
Fax Number:	(414)298-8097		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	414-298-1000		
Email:	mdietz@reinhartlaw.com		
Correspondent Name:	Michele Dietz		
Address Line 1:	1000 North Water Street		
Address Line 2:	Suite 2100		
Address Line 4:	Milwaukee, WISCONSIN 53202		
ATTORNEY DOCKET NUMBER:	5540-A		
NAME OF SUBMITTER:	Michele Dietz		
Signature:	/mld/		
Date:	12/19/2007		

CH \$40.00 1080514

Total Attachments: 2

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Delaware

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The First State

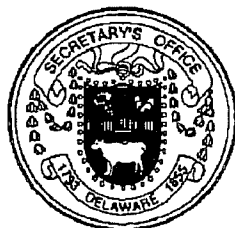
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "RC2 BRANDS, INC.", CHANGING ITS NAME FROM "RC2 BRANDS, INC." TO "LEARNING CURVE BRANDS, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF FEBRUARY, A.D. 2007, AT 12:45 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE SECOND DAY OF FEBRUARY, A.D. 2007.

2139250 8100

070113245



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5401310

DATE: 02-01-07

TRADEMARK
REEL: 003681 FRAME: 0381

CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF INCORPORATION OF
RC2 BRANDS, INC.

RC2 BRANDS, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: That the Board of Directors hereby declares that it is advisable and in the best interests of the Corporation that the FIRST Article of the Certificate of Incorporation of the Corporation be amended to read as follows:

FIRST: The name of the Corporation is Learning Curve Brands, Inc.

SECOND: That in accordance with section 228 of the General Corporation Law of the State of Delaware the holders of all of the issued and outstanding shares of capital stock of the Corporation have given written consent in favor of such amendment.

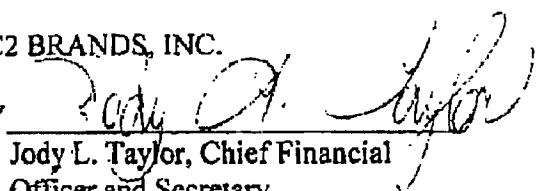
THIRD: That the foregoing amendment was duly adopted in accordance with the applicable provisions of section 242 and 228 of the General Corporation Law of the State of Delaware.

FOURTH: That the effective date of this Amendment shall be February 2, 2007.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by Jody L. Taylor, Chief Financial Officer and Secretary, on this 1st day of February, 2007.

RC2 BRANDS, INC.

BY


Jody L. Taylor, Chief Financial
Officer and Secretary

MW1393840

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:56 PM 02/01/2007
FILED 12:45 PM 02/01/2007
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