

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/08/2008

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
BabyUniverse, Inc.		01/08/2008	CORPORATION: FLORIDA

**RECEIVING PARTY DATA**

Name:	The Parent Company
Street Address:	1099 18th Street
Internal Address:	Suite 1800
City:	Denver
State/Country:	COLORADO
Postal Code:	80202
Entity Type:	CORPORATION: COLORADO

**PROPERTY NUMBERS Total: 10**

Property Type	Number	Word Mark
Registration Number:	3260802	BABYUNIVERSE
Registration Number:	3126119	BABY UNIVERSE.COM
Registration Number:	3005805	DREAMTIME BABY
Registration Number:	2469267	A UNIVERSE OF BABY PRODUCTS AT BABY PRICES
Registration Number:	2545925	BABYUNIVERSE.COM
Registration Number:	2471278	BABY UNIVERSE.COM
Registration Number:	2332448	EPREGNANCY
Serial Number:	77211749	POSHCRAVINGS
Serial Number:	78878637	BABYTV.COM
Serial Number:	77303485	THE PARENT COMPANY

**CORRESPONDENCE DATA**

OP \$265.00 3260802

Fax Number: (303)592-3140  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 303-592-3128  
Email: katherine.duplay@bartlit-beck.com  
Correspondent Name: Katherine E. Duplay  
Address Line 1: Bartlit Beck et al.  
Address Line 2: 1899 Wynkoop Street, 8th Floor  
Address Line 4: Denver, COLORADO 80202

NAME OF SUBMITTER:	Vice President
Signature:	/Barry Hollingsworth/
Date:	01/14/2008

Total Attachments: 4  
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**Statement of Merger**  
**(Surviving Entity is a Domestic Entity)**  
 filed pursuant to § 7-90-203.7 of the Colorado Revised Statutes (C.R.S.)

1. For each merging entity, its ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and principal address are

ID Number	<hr/>		
	<i>(Colorado Secretary of State ID number)</i>		
Entity name or true name	<u>BabyUniverse, Inc.</u>		
Form of entity	<u>Corporation</u>		
Jurisdiction	<u>Florida</u>		
<u>Street</u> address	<u>1099 18th Street</u>		
	<i>(Street number and name)</i>		
	<u>Suite 1800</u>	<hr/>	
	<u>Denver</u>	<u>CO</u>	<u>80202</u>
	<i>(City)</i>	<i>(State)</i>	<i>(ZIP/Postal Code)</i>
	<u>USA</u>	<hr/>	
	<i>(Province – if applicable)</i>	<i>(Country)</i>	
<u>Mailing</u> address (leave blank if same as street address)	<hr/>		
	<i>(Street number and name or Post Office Box information)</i>		
	<hr/>	<hr/>	<hr/>
	<i>(City)</i>	<i>(State)</i>	<i>(ZIP/Postal Code)</i>
	<hr/>	<hr/>	<hr/>
	<i>(Province – if applicable)</i>	<i>(Country)</i>	

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ID Number	<hr/>		
	<i>(Colorado Secretary of State ID number)</i>		
Entity name or true name	<hr/>		
Form of entity	<hr/>		

Jurisdiction \_\_\_\_\_

Street address \_\_\_\_\_  
(Street number and name)

\_\_\_\_\_  
(City) (State) (ZIP/Postal Code)

\_\_\_\_\_  
(Province - if applicable) (Country)

Mailing address  
(leave blank if same as street address) \_\_\_\_\_  
(Street number and name or Post Office Box information)

\_\_\_\_\_  
(City) (State) (ZIP/Postal Code)

\_\_\_\_\_  
(Province - if applicable) (Country)

ID Number \_\_\_\_\_  
(Colorado Secretary of State ID number)

Entity name or true name \_\_\_\_\_

Form of entity \_\_\_\_\_

Jurisdiction \_\_\_\_\_

Street address \_\_\_\_\_  
(Street number and name)

\_\_\_\_\_  
(City) (State) (ZIP/Postal Code)

\_\_\_\_\_  
(Province - if applicable) (Country)

Mailing address  
(leave blank if same as street address) \_\_\_\_\_  
(Street number and name or Post Office Box information)

\_\_\_\_\_  
(City) (State) (ZIP/Postal Code)

\_\_\_\_\_  
(Province - if applicable) (Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

There are more than three merging entities and the ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and the principal address of each additional merging entity is stated in an attachment.

2. For the surviving entity, its entity ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and principal address are

ID Number 20071471137  
*(Colorado Secretary of State ID number)*

Entity name or true name The Parent Company

Form of entity Corporation

Jurisdiction Colorado

Street address 1099 18th Street  
*(Street number and name)*  
Suite 1800

Denver CO 80202  
*(City) (State) (ZIP/Postal Code)*  
USA  
*(Province - if applicable) (Country)*

Mailing address  
*(leave blank if same as street address)* *(Street number and name or Post Office Box information)*

*(City) (State) (ZIP/Postal Code)*

*(Province - if applicable) (Country)*

3. Each merging entity has been merged into the surviving entity.

4. *(If the following statement applies, adopt the statement by marking the box.)*

The plan of merger provides for amendments to a constituent filed document of the surviving entity and an appropriate statement of change or other document effecting the amendments will be delivered to the Secretary of State for filing pursuant to Part 3 of Article 90 of Title 7, C.R.S.

5. *(If the following statement applies, adopt the statement by marking the box and state the appropriate document number(s).)*

One or more of the merging entities is a registrant of a trademark described in a filed document in the records of the secretary of state and the document number of each filed document is

Document number \_\_\_\_\_

Document number \_\_\_\_\_

Document number \_\_\_\_\_

*(If the following statement applies, adopt the statement by marking the box and include an attachment.)*

There are more than three trademarks and the document number of each additional trademark is stated in an attachment.

6. *(If applicable, adopt the following statement by marking the box and include an attachment.)*

This document contains additional information as provided by law.

7. **(Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)**

*(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)*

The delayed effective date and, if applicable, time of this document are 01/08/2008 6:00 am Mountain Time  
*(mm/dd/yyyy hour:minute am/pm)*

**Notice:**

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that such document is such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is identified in this document as one who has caused it to be delivered.

8. The true name and mailing address of the individual causing this document to be delivered for filing are

Hollingsworth	Barry		
<i>(Last)</i>	<i>(First)</i>	<i>(Middle)</i>	<i>(Suffix)</i>
c/o Katherine E. Duplay, Bartlit Beck et al.			
<i>(Street number and name or Post Office Box information)</i>			
1899 Wynkoop Street, 8th Floor			
Denver	CO	80202	
<i>(City)</i>	<i>(State)</i>	<i>(ZIP/Postal Code)</i>	
	USA		
<i>(Province - if applicable)</i>	<i>(Country)</i>		

*(If applicable, adopt the following statement by marking the box and include an attachment.)*

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