

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
Apictura, LLC		07/30/2008	LIMITED LIABILITY COMPANY: COLORADO
RECEIVING PARTY DATA			
Name:	Disney Enterprises, Inc.		
Street Address:	500 South Buena Street		
City:	Burbank		
State/Country:	CALIFORNIA		
Postal Code:	91521		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3420652	KERPOOF	
Registration Number:	3420663	KERPOOF	
CORRESPONDENCE DATA			
Fax Number:	(818)848-6424		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	818-560-1030		
Email:	trademarks@disney.com		
Correspondent Name:	Steve Ackerman		
Address Line 1:	500 South Buena Vista Street		
Address Line 2:	Corporate Legal - Trademark Department		
Address Line 4:	Burbank, CALIFORNIA 91521		
NAME OF SUBMITTER:	Carolyn Giron		
Signature:	/CarolynGiron/		
Date:	08/19/2008		

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Total Attachments: 3

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this "Assignment") is entered into by Apiectura, LLC, a Colorado limited liability company, having a place of business located at 1215 Spruce Street, Suite 301, Boulder, Colorado 80302 ("Assignor"), as assignor, in favor of Disney Enterprises, Inc., a Delaware corporation, having a place of business located at 500 South Buena Vista Street, Burbank, California 91521 ("Assignee"), as assignee, with reference to the following facts and circumstances:

Assignor is the proprietor of the following trademark registrations in the United States (the "Trademark"):

Trademark	Registration No.	Issue Date
KERPOOF	3,420,652	April 29, 2008
KERPOOF & Design	3,420,663	April 29, 2008

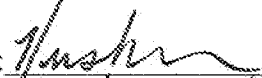
WHEREAS, Assignee desires to acquire all right, title and interest in and to the Trademark and related rights.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign and transfer unto Assignee all right, title and interest of Assignor in and to the Trademark, together with the goodwill of the business symbolized by the Trademark and any and all common law rights to the Trademark in the United States.

Assignor does hereby expressly agree that procedures be taken with the United States Patent and Trademark Office singly by Assignee to record the transfer of the Trademark to Assignee.

Dated: July 30 2008

APICTURA, LLC

By: 
Name: KRISTA MARKS
Title: CEO

ASSIGNEE:

DISNEY ENTERPRISES, INC.

By: _____
Name: _____
Title: _____

Assignor does hereby expressly agree that procedures be taken with the United States Patent and Trademark Office singly by Assignee to record the transfer of the Trademark to Assignee.

Dated: July 30 2008

APICTURA, LLC

By: _____

Name: _____

Title: _____

ASSIGNEE:

DISNEY ENTERPRISES, INC.

By:  _____

Name: David K. Thompson

Title: SVP