

O:STEVE ACKERMAN COMPANY:500 SOUTH BUENA VISTA STREET

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.108/19/2008
900114156

SUBMISSION TYPE:		CORRECTIVE ASSIGNMENT	
NATURE OF CONVEYANCE:		Corrective Assignment to correct the receiving party data address previously recorded on Reel 003837 Frame 0604. Assignor(s) hereby confirms the "Assigns the entire interest and the goodwill".	
CONVEYING PARTY DATA			
Name		Formerly	Execution Date
Apictura, LLC			07/30/2008
			LIMITED LIABILITY COMPANY: COLORADO
RECEIVING PARTY DATA			
Name:	Disney Enterprises, Inc.		
Street Address:	500 South Buena Vista 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/	

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700382086

TRADEMARK
REEL: 003839 FRAME: 0611

O:STEVE ACKERMAN COMPANY:500 SOUTH BUENA VISTA STREET

Date:

08/19/2008

Total Attachments: 5

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O:STEVE ACKERMAN COMPANY:500 SOUTH BUENA VISTA STREET

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8/19/2008 2:20:41 PM

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Fax Server

O:STEVE ACKERMAN COMPANY:500 SOUTH BUENA VISTA STREET

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.108/19/2008
900114086

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Aplctura, 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:	3420662	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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USPTO

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Fax Server

TO: STEVE ACKERMAN COMPANY: 500 SOUTH BUENA VISTA STREET

USPTO

8/19/2008 2:20:41 PM

PAGE

5/005

Fax Server

TO: STEVE ACKERMAN COMPANY: 500 SOUTH BUENA VISTA STREET

Total Attachments: 3

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TRADEMARK

REEL: 003839 FRAME: 0614

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (this “**Assignment**”) is entered into by Apictura, 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: [Signature]
Name: KRISTAMARKS
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.

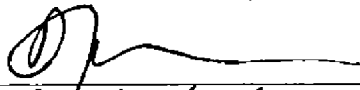
Dated: July 30 2008

APICTURA, LLC

By: _____
Name: _____
Title: _____

ASSIGNEE:

DISNEY ENTERPRISES, INC.

By: 
Name: David K. Thompson
Title: SVP

Facsimile Cover Sheet

DATE: August 21, 2008

**To: USPTO – Assignment
Services Branch**

Fax: 571-273-0140

From: Carolyn Girón
**Company: The Walt Disney Company -
Corporate Legal**

Phone: (818) 560-2568

Fax: (818) 848-6424

**Re: Notice of Non-Recordation of
Document ID No. 900114156**

**Total Pages including
this cover page: 9**

To Whom It May Concern:

Per a phone conversation with customer service in Assignment Services Branch,
please see the attachments as follows:

- 1) Corrective Assignment cover sheet
- 2) Original "New Assignment" cover sheet
- 3) Assignment Agreement
- 4) Notice of Non-Recordation of Document

Should there be any additional information needed, please let me know.

Sincerely,

Carolyn Girón

NOTICE OF CONFIDENTIALITY

The information contained in this facsimile communication and all of its pages are privileged and confidential information protected by the attorney-client privilege, the attorney-work-product privilege, trade secret law or otherwise. This communication is intended only for the use of the individual or entity to whom this fax is transmitted. If the reader of this transmission is not the intended recipient above, or the employee or agent responsible to deliver it to the intended recipient, you are hereby notified that any dissemination, distribution or copying of this transmission is strictly prohibited. If you have received this facsimile communication in error, please immediately notify us by calling collect (818) 955-4758. Thank you.

If you did not receive all of these pages, please call Matt O'Hare at (818) 560-3034 as soon as possible.