

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
Hong Kong City Toys Factory Limited		06/29/2009	CORPORATION: HONG KONG

RECEIVING PARTY DATA

Name:	Hong Kong City Toys Factory Limited
Street Address:	30 CANTON ROAD
Internal Address:	ROOM 701 5 SILVERCORD TOWER 1
City:	Kowloon
State/Country:	HONG KONG
Entity Type:	CORPORATION: BRITISH VIRGIN ISLANDS

PROPERTY NUMBERS Total: 75

Property Type	Number	Word Mark
Registration Number:	3288654	SARA AND HER SECRET TRUNK
Registration Number:	3288653	LIFE LIKE LISA
Registration Number:	3288652	LAURA'S PLAY SET
Registration Number:	3288651	NOEL'S CHRISTMAS ENSEMBLE
Registration Number:	3288650	JACQUELINE'S FASHION ENSEMBLE
Registration Number:	3286829	CHRISTINE FASHION ENSEMBLE
Registration Number:	3288649	CATHERINE'S FASHION ENSEMBLE
Registration Number:	3030631	BABY'S FIRST YEAR
Registration Number:	3425467	RECIEN NACIDO COMO LOS DE VERDAD
Registration Number:	2798220	BABY PRINCESS
Registration Number:	2552474	
Registration Number:	2552473	LAUREL DOLLS
Registration Number:	2750971	WELCOME WITH LOVE

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Registration Number:	2520084	LUCIA
Registration Number:	2552475	BABY BLUE EYES
Registration Number:	2520083	LAUREL DOLLS
Registration Number:	2817878	TWICE AS NICE
Registration Number:	2548425	GINGHAM AND BUTTON DIAPER BAG
Registration Number:	2548424	GINGHAM AND BUTTON BACK PACK BABY
Registration Number:	2518873	NEW BORN APPAREL GIFT SET
Registration Number:	2773831	GEMELOS MARIA Y MARIO
Registration Number:	2462825	INCREDIBLY LIFE-LIKE BABY
Registration Number:	2518442	BEBE MOCHILA ADRIANA
Registration Number:	2476642	JULIANA
Registration Number:	2472372	JULIANA'S FASHION ENSEMBLE
Registration Number:	2559701	JULIO
Registration Number:	2559700	JULITA
Registration Number:	2464626	MODAS PARA CARMENCITA
Registration Number:	2464625	MODAS PARA CAROLINA
Registration Number:	2551263	RECIEN NACIDO COMO LOS DE VERDAD
Registration Number:	2483475	
Registration Number:	2452117	ADORABLE BABY
Registration Number:	2538557	AMANDA
Registration Number:	2450152	BABY JOANNE
Registration Number:	2518359	CAR SEAT BABY
Registration Number:	2454106	CATHERINE
Registration Number:	2511064	DIAPER BAG BABY
Registration Number:	2450151	DOMINIQUE
Registration Number:	2450150	FIRST MOMENT OF LIFE
Registration Number:	2661127	L'I'L CUDDLES
Registration Number:	2543400	LITTLE TWINS
Registration Number:	2579457	ME & MY PET
Registration Number:	2582976	MILK BOTTLE BABY
Registration Number:	2450149	MY BABY GIFT PACK
Registration Number:	2466577	PILLOWY SOFT BABY
Registration Number:	2640169	PRECIOUS LOVE
Registration Number:	2454105	SWEET NEW BORN
Registration Number:	2528236	TODAY'S TRACY

Registration Number:	0245410	
Registration Number:	2458133	CITIToy
Registration Number:	2407098	50'S GIRL
Registration Number:	2396420	BABY'S FIRST WARDROBE
Registration Number:	2352775	BASHFUL KIDS
Registration Number:	1941003	LITTLE BELLE GIFT SET
Registration Number:	1959981	LI'L PRECIOUS
Registration Number:	1938655	DANIELLE & HER STROLLER
Registration Number:	1918159	SPLASHIN' PALS
Registration Number:	1918158	STEPHANIE
Registration Number:	2024849	TRESSIE
Registration Number:	1919971	MY CUDDLY BABY
Registration Number:	1918157	SPECIAL WELCOME
Registration Number:	1919970	MY SOFT CUDDLES
Registration Number:	1918156	MY SWEET LOVE
Registration Number:	1918155	JULIA
Registration Number:	1967911	GOLDEN LOCKS
Registration Number:	1915213	DIANA
Registration Number:	1955445	BABY BLUE EYES
Registration Number:	1918154	KAREN
Registration Number:	1950638	L.A. SKATIE
Registration Number:	1915212	BETHANY
Registration Number:	1918153	BROOKE
Registration Number:	1915211	BUBBLE BATH BABY
Registration Number:	2003548	MY DIAPER BABY
Registration Number:	2055831	DIAPER KIDS
Registration Number:	1332339	CITIToy

CORRESPONDENCE DATA

Fax Number: (212)261-9864
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2125412064
Email: nyuspto@bryancave.com
Correspondent Name: Todd Braverman, Esq.
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TRADEMARK

REEL: 004012 FRAME: 0869

ATTORNEY DOCKET NUMBER:	0162944
DOMESTIC REPRESENTATIVE	
Name:	Todd Braverman, Esq.
Address Line 1:	1290 Avenue of the Americas
Address Line 2:	Bryan Cave LLP
Address Line 4:	New York, NEW YORK 10104
NAME OF SUBMITTER:	Todd Braverman, Esq.
Signature:	/tjbraverman/
Date:	06/29/2009
Total Attachments: 5 source=hk assignment#page1.tif source=hk assignment#page2.tif source=hk assignment#page3.tif source=hk assignment#page4.tif source=hk assignment#page5.tif	

TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement, dated as of June 29, 2009, by and between Hong Kong City Toys Factory Limited, a Hong Kong corporation ("Assignor"), and Hong Kong City Toys Factory Limited, a British Virgin Island corporation ("Assignee").

WHEREAS Assignor represents that Assignor has adopted, used and is the owners of all right, title and interest in the United States and its territories to the trademarks listed on the attached Schedule A (hereinafter referred to as "the Marks");

WHEREAS, Assignee is desirous of acquiring any and all rights that Assignor may have in and to the Marks and any applications or registration therefor, together with the goodwill of the business in connection with which the Marks are used and which are symbolized by the Marks, along with the right to recover damages and profits for past infringements thereof.

WHEREAS, Assignor wishes to assign the Marks and all right, title and interest thereto, together with the goodwill of the business in connection with which the Marks are used and which is symbolized by the Marks, to the Assignee;

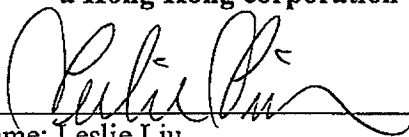
NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign, sell, transfer and convey unto Assignee all right, title and interest in and to the Marks, including such other trademarks, service marks, trade names, domain names and trade dress as may be owned by Assignor and used in connection with the Marks, and any applications or registrations therefor, in the United States and its territories, together with the goodwill of the business in connection with which the Marks are used and which are symbolized by the Mark, including, but not limited to, the use of the Marks in any manner; and Assignor does hereby further assign, sell, transfer and convey unto Assignee any and all claims of Assignor for past infringement and any and all causes of action of Assignor with respect to or arising out of the Marks, along with the right to recover damages and profits for past infringements thereof.

Assignor agrees to execute and deliver at the request of Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts Assignee may require in order to vest all Assignor's rights, title, and interest in and to the Marks in Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by the Assignee, to the extent such evidence is in the possession or control of Assignor.


Assignor hereto represents and warrants that it has the right and authority to execute this Agreement and that it has not sold, assigned, transferred, conveyed, licensed or otherwise disposed of the Marks, or any interest therein.

IN WITNESS WHEREOF, the undersigned has duly executed this Trademark Assignment Agreement for and on behalf of Assignor on the day and year first above written.

**Assignor: Hong Kong City Toys Factory Limited,
a Hong Kong corporation**

By: 
Name: Leslie Liu
Title: Vice-President

**Assignee: Hong Kong City Toys Factory Limited,
a British Virgin Island corporation**

By: 
Name: Leslie Liu
Title: Vice-President

Schedule A

No	Serial Number	Reg. Number	Word Mark
1	78526757	3288654	SARA AND HER SECRET TRUNK
2	78526751	3288653	LIFE LIKE LISA
3	78526747	3288652	LAURA'S PLAY SET
4	78526746	3288651	NOEL'S CHRISTMAS ENSEMBLE
5	78526741	3288650	JACQUELINE'S FASHION ENSEMBLE
6	78526737	3286829	CHRISTINE FASHION ENSEMBLE
7	78526733	3288649	CATHERINE'S FASHION ENSEMBLE
8	78430731	3030631	BABY'S FIRST YEAR
9	77135035	3425467	RECIEN NACIDO COMO LOS DE VERDAD
10	76092070	2798220	BABY PRINCESS
11	76245706	2552474	
12	76245686	2552473	LAUREL DOLLS
13	76237616	2750971	WELCOME WITH LOVE
14	76245740	2520084	LUCIA
15	76245715	2552475	BABY BLUE EYES
16	76245704	2520083	LAUREL DOLLS
17	76237603	2817878	TWICE AS NICE
18	76092069	2548425	GINGHAM AND BUTTON DIAPER BAG
19	76092068	2548424	GINGHAM AND BUTTON BACK PACK BABY
20	76092066	2518873	NEW BORN APPAREL GIFT SET
21	75867057	2773831	GEMELOS MARIA Y MARIO
22	75876340	2462825	INCREDIBLY LIFE-LIKE BABY
23	75861389	2518442	BEBE MOCHILA ADRIANA
24	75861387	2476642	JULIANA
25	75861386	2472372	JULIANA'S FASHION ENSEMBLE

26	75861384	2559701	JULIO
27	75861383	2559700	JULITA
28	75861382	2464626	MODAS PARA CARMENCITA
29	75861381	2464625	MODAS PARA CAROLINA
30	75861380	2551263	RECIEN NACIDO COMO LOS DE VERDAD
31	75816621	2483475	/
32	75816620	2452117	ADORABLE BABY
33	75816619	2538557	AMANDA
34	75816618	2450152	BABY JOANNE
35	75816617	2518359	CAR SEAT BABY
36	75816616	2454106	CATHERINE
37	75816615	2511064	DIAPER BAG BABY
38	75816614	2450151	DOMINIQUE
39	75816613	2450150	FIRST MOMENT OF LIFE
40	75816612	2661127	L'L CUDDLES
41	75816611	2543400	LITTLE TWINS
42	75816610	2579457	ME & MY PET
43	75816609	2582976	MILK BOTTLE BABY
44	75816608	2450149	MY BABY GIFT PACK
45	75816607	2466577	PILLOWY SOFT BABY
46	75816606	2640169	PRECIOUS LOVE
47	75816604	2454105	SWEET NEW BORN
48	75816603	2528236	TODAY'S TRACY
49	75816602	2454104	VEGETABLE MEDLEY
50	75672104	2458133	CITTOY
51	75605520	2407098	50'S GIRL
52	75594587	2396420	BABY'S FIRST WARDROBE

53	75586532	2352775	BASHFUL KIDS
54	74612526	1941003	LITTLE BELLE GIFT SET
55	74612523	1959981	L'L PRECIOUS
56	74612519	1938655	DANIELLE & HER STROLLER
57	74585123	1918159	SPLASHIN' PALS
58	74585122	1918158	STEPHANIE
59	74585121	2024849	TRESSIE
60	74585120	1919971	MY CUDDLY BABY
61	74585118	1918157	SPECIAL WELCOME
62	74585117	1919970	MY SOFT CUDDLES
63	74585116	1918156	MY SWEET LOVE
64	74585115	1918155	JULIA
65	74585114	1967911	GOLDEN LOCKS
66	74585112	1915213	DIANA
67	74585107	1955445	BABY BLUE EYES
68	74585105	1918154	KAREN
69	74585104	1950638	L.A. SKATIE
70	74585102	1915212	BETHANY
71	74585101	1918153	BROOKE
72	74584583	1915211	BUBBLE BATH BABY
73	74582245	2003548	MY DIAPER BABY
74	74582239	2055831	DIAPER KIDS
75	73452499	1332339	CITTOY