

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
LeapFrog Enterprises, Inc.		07/09/2010	CORPORATION: DELAWARE

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: 1

Property Type	Number	Word Mark
Registration Number:	3710114	ZIPPITY

CORRESPONDENCE DATA

Fax Number: (510)420-5011
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: trademarks@leapfrog.com
 Correspondent Name: LeapFrog Enterprises, Inc.
 Address Line 1: 6401 Hollis Street, Suite 100
 Address Line 4: Emeryville, CALIFORNIA 94608

ATTORNEY DOCKET NUMBER:	ZIPPITY TM ASSIGNMENT
NAME OF SUBMITTER:	Irene K. Chong
Signature:	/irene k chong/
Date:	07/12/2010

Total Attachments: 1

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**TRADEMARK
 REEL: 004240 FRAME: 0319**

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TRADEMARK ASSIGNMENT

Whereas LeapFrog Enterprises, Inc., located at 6401 Hollis Street, Suite 100, Emeryville, California 94608, organized under the laws of Delaware ("Assignor") has filed for United States Registration Number 3,710,114 for the trademark ZIPPITY and Canada Application Number 1,413,518 for the trademark ZIPPITY (collectively the "Assigned Trademarks"); and

Whereas Disney Enterprises, Inc., located at 500 South Buena Vista Street, Burbank, California 91521, organized under the laws of Delaware ("Assignee"), is desirous of acquiring said registration and pending application and the goodwill of the businesses pertaining thereto;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest of Assignor in and to the Assigned Trademarks, together with the underlying goodwill of the business.

IN WITNESS WHEREOF, the parties hereto have caused this Trademark Assignment to be duly executed as of this 9th day of July, 2010.

ASSIGNOR:

ASSIGNEE:

LEAPFROG ENTERPRISES, INC.

DISNEY ENTERPRISES, INC.

By: *Ada Duran*

By: *Steven Plotkin*

Printed Name: Ada Duran

Printed Name: Steven Plotkin

Title: Vice President, Business Development

Title: Vice President, Counsel

Date: July 9, 2010

Date: 8 July 2010