

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
The Brainy Baby Company, LLC		11/24/2010	LIMITED LIABILITY COMPANY: GEORGIA
RECEIVING PARTY DATA			
Name:	Brainy Acquisitions, Inc.		
Doing Business As:	DBA The Brainy Company		
Street Address:	460 Brogdon Road, Suite 400		
City:	Suwanee		
State/Country:	GEORGIA		
Postal Code:	30024		
Entity Type:	CORPORATION: GEORGIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77937785	BRAINYLAND	
CORRESPONDENCE DATA			
Fax Number:	(404)521-4632		
Phone:	404-897-5252		
Email:	leebeebee@aol.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Lee B. Beitchman		
Address Line 1:	215 14th St NW		
Address Line 4:	Atlanta, GEORGIA 30318		
NAME OF SUBMITTER:	Lee B. Beitchman		
Signature:	/Lee B. Beitchman/		
Date:	09/16/2011		
Total Attachments: 2 source=DF aff003#page1.tif source=DF aff003#page2.tif			

OP \$40.00 77937785

STATE OF GEORGIA
COUNTY OF FORSYTH

AFFIDAVIT OF DENNIS FEDORUK

Personally before me the undersigned officer, duly authorized by law to administer oaths, appeared DENNIS FEDORUK, who, being duly sworn, deposes and states on oath the following:

1.

Affiant is a natural person over the age of 21 years and is laboring under no legal disabilities.

2.

My name is Dennis Fedoruk and I currently reside at 418 Summitview Ct. Dawsonville, Georgia, Unites States of America.

3.

I am the president and a shareholder of Brainy Acquisitions, Inc. d/b/a The Brainy Company and formerly was CEO of The Brainy Baby Company, LLC.

4.

The Brainy Baby Company LLC adopted and filed the application for registration of the mark "Brainyland" in the United States Patent and Trademark Office, Serial No. 77937785, filed on February 17, 2010.

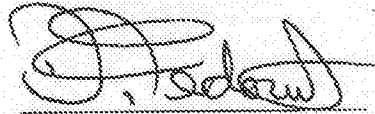
5.

Brainy Acquisitions, Inc. whose address is 460 Brogdon Road, Suite 400, Suwanee, GA 30024 acquired all the assets of The Brainy Baby Company LLC, including the rights to the "Brainyland" trademark together with the good will of the business symbolized by the mark,

and the application thereof on or about November 24, 2010 pursuant to an asset purchase agreement.

AFFLIANT SAYETH NOT.

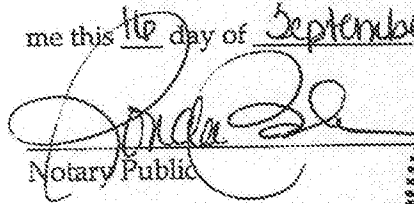
This 16th day of SEPTEMBER, 2011.



Dennis Fedoruk

Sworn to and subscribed before

me this 16th day of September, 2011



Notary Public

