

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Amendment to Intellectual Property Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Imperial Toy LLC		06/29/2012	LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Union Bank, N.A. (formally known as Union Bank of California, N.A.)		
Street Address:	445 South Figueroa Street, 13th Floor		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90017		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 14			
Property Type	Number	Word Mark	
Serial Number:	85600314	CLIP-LOAD	
Serial Number:	85596678	I SNAPS	
Serial Number:	85418809	EMOTIONISTAS	
Serial Number:	85418806	CHA CHINGS	
Serial Number:	85418797	WALKABOUTS	
Serial Number:	85397459	ZOOMA	
Serial Number:	85397457	PARTY LIKE A POP STAR	
Serial Number:	85397454	COOLECTIBLES	
Serial Number:	85397453	COOLECTIBLES	
Serial Number:	85325926	GOOGLY	
Serial Number:	85325904	OPTRIX	
Serial Number:	85325898	OPTRIX	
Serial Number:	85280222	OPPO	
Serial Number:	85270108	NEMESIS	

TRADEMARK

CORRESPONDENCE DATA

Fax Number: 9497600182

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: (949) 760-1121

Email: trademark@buchalter.com

Correspondent Name: Farah P. Bhatti, Esq.

Address Line 1: 18400 Von Karman Avenue, Ste 800

Address Line 4: Irvine, CALIFORNIA 92612

ATTORNEY DOCKET NUMBER:

U2310-0243

NAME OF SUBMITTER:

Farah P. Bhatti, Esq.

Signature:

/Farah P. Bhatti/

Date:

07/26/2012

Total Attachments: 5

source=Imperial Toy - EXEC AMENDMENT TO IPSA (6_29_2012)#page1.tif

source=Imperial Toy - EXEC AMENDMENT TO IPSA (6_29_2012)#page2.tif

source=Imperial Toy - EXEC AMENDMENT TO IPSA (6_29_2012)#page3.tif

source=Imperial Toy - EXEC AMENDMENT TO IPSA (6_29_2012)#page4.tif

source=Imperial Toy - EXEC AMENDMENT TO IPSA (6_29_2012)#page5.tif

**AMENDMENT TO
INTELLECTUAL PROPERTY SECURITY AGREEMENT**

This AMENDMENT TO INTELLECTUAL PROPERTY SECURITY AGREEMENT (this "Amendment") amends and shall be considered a part of that certain Intellectual Property Security Agreement, dated as of December 20, 2005 (as amended, the "Agreement"), entered into between IMPERIAL TOY LLC, a California limited liability company ("Assignor"), and UNION BANK, N.A. formerly known as UNION BANK OF CALIFORNIA, N.A. ("Assignee"), which was filed and recorded with the United States Patent and Trademark Office on March 15, 2006, and was designated Reel 3269 Frame 0667 as a reference number. Assignor and Assignee agree as follows:

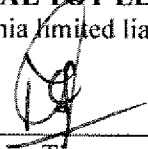
1. Schedule A attached to the Agreement is hereby appended by adding the trademarks, trademark registrations, and trademark applications listed on Schedule A-1 attached hereto to the list of trademarks, trademark registrations, and trademark applications set forth such Schedule A.
2. Schedule B attached to the Agreement is hereby appended by adding the patents and patent applications listed on Schedule B-1 attached hereto to the list of patents and patent applications set forth in such Schedule B.
3. Schedule C attached to the Agreement is hereby appended by adding the copyrights and copyright registrations listed on Schedule C-1 attached hereto to the list of copyrights and copyright registrations set forth in such Schedule C.

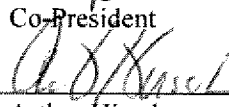
The Agreement as amended hereby remains unchanged and in full force and effect.

IN WITNESS WHEREOF, Assignor and Assignee have duly executed this Amendment as of the 29th day of June 2012.

ASSIGNOR:

IMPERIAL TOY LLC,
a California limited liability company

By: 
Name: Peter Tiger
Title: Co-President

By: 
Name: Arthur Hirsch
Title: Co-President

ASSIGNEE:

UNION BANK, N.A.


By: 
Name: Todd Eggertsen
Title: Vice President

Schedule A-I

TRADEMARKS

U.S. Marks

Owner	Trademark	Reg. No./ Serial No.	Reg. Date/ File Date
Imperial Toy, LLC	CLIP-LOAD	85-600,314	04/17/2012
Imperial Toy, LLC	i SNAPS	85-596,678	04/12/2012
Imperial Toy, LLC	EMOTIONISTAS	85-418,809	09/09/2011
Imperial Toy, LLC	CHA CHINGS	85-418,806	09/09/ 2011
Imperial Toy, LLC	WALKABOUTS	85-418,797	09/09/ 2011
Imperial Toy, LLC	ZOOMA	85-397,459	08/14/ 2011
Imperial Toy, LLC	PARTY LIKE A POP STAR	85-397,457	08/14/ 2011
Imperial Toy, LLC	COOLECTIBLES	85-397,454	08/14/ 2011
Imperial Toy, LLC	COOLECTABLES	85-397,453	08/14/2011
Imperial Toy, LLC	GOOGLY	85-325,926	05/20/2011
Imperial Toy, LLC	OPTRIX	85-325,904	05/20/2011

Owner	Trademark	Reg. No./ Serial No.	Reg. Date/ File Date
Imperial Toy, LLC		85-325,898	05/20/2011
Imperial Toy, LLC	OPPO	85-280,222	03/29/2011
Imperial Toy, LLC	NEMESIS	85-270,108	03/17/2011

Schedule B-I

PATENTS AND PATENT APPLICATIONS

Owner	Patent Description	Reg. No./ Serial No.	Reg. Date/ File Date
Imperial Toy, LLC	Holographic Bubble Generating System	20110216385	09/08/2011
Imperial Toy, LLC	Pig shaped bubble blower	D640753	06/28/2011
Imperial Toy, LLC	Dinosaur shaped bubble blower	D640752	06/28/2011
Imperial Toy, LLC	Cow shaped bubble blower	D637240	05/03/2011
Imperial Toy, LLC	Diffraction Toy System	20110080641	04/07/2011
Imperial Toy, LLC	System and Method for Creating a Three-Dimensional Virtual Environment	20110080399	4/07/2011
Imperial Toy, LLC	Bubble maker	7909673	03/22/2011
Imperial Toy, LLC	System and Method for Generating a Three-Dimensional Image on a Pre-Printed Lined Substrate	20110025686	02/03/2011
Imperial Toy Corporation, now known as Imperial Toy, LLC	Toy coin bank with audio signal	5697828	12/16/1997

Schedule B-I

BN 11773348v1

TRADEMARK
REEL: 004829 FRAME: 0617

Schedule C-I

COPYRIGHTS AND COPYRIGHT REGISTRATIONS

Owner	Title	Reg. No./ Serial No.	Reg. Date/ File Date
Imperial Toy, LLC	OPPO.	VAu1062010	03/30/11

Schedule C-I

BN 11773348v1

RECORDED: 07/26/2012

TRADEMARK
REEL: 004829 FRAME: 0618