

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Foreclosure and Acknowledgment of Change of Possession of Collateral; Notification of Disposition of Collateral		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wham-O, Inc.		06/11/2012	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Cheng "Jeff" Hsieh		
Street Address:	67 Mody Road, Tsimshatsui East		
Internal Address:	Room 1120, 11th Floor, Peninsula Centre		
City:	Kowloon		
State/Country:	HONG KONG		
Entity Type:	INDIVIDUAL: CANADA		
PROPERTY NUMBERS Total: 133			
Property Type	Number	Word Mark	
Serial Number:	85016162	MOREY	
Registration Number:	4122459	CLICK 'N HOOP	
Registration Number:	3093023	JUMP'N SPLASH	
Registration Number:	4046202	FRISBEE	
Serial Number:	78970030	FREESTYLE	
Registration Number:	4003453	BOOGIE	
Registration Number:	3407354	PRO-CLASSIC	
Registration Number:	3410999	HEAVYWEIGHT	
Registration Number:	3410998	ULTIMATE	
Registration Number:	3581847	ALL SPORT	
Registration Number:	3396550	SOFT CATCH COASTER	
Serial Number:	78970021	INFINITY	
Registration Number:	3410997	DYN-O-GLO	
Registration Number:	3403668	U-FLEX	

TRADEMARK

Registration Number:	3400186	CLASSIC
Registration Number:	3302569	MEGA SHARK
Registration Number:	3365866	LONGBOARD
Registration Number:	3279908	X-FLEX
Registration Number:	3302496	SPLASH WASH
Registration Number:	3344175	DOUBLE AUTO RACER
Registration Number:	3297984	SNOW BOLT
Registration Number:	3321723	PLUTO PLATTER
Registration Number:	3363404	SPLASH TUNNEL
Registration Number:	3164936	MOREY
Registration Number:	3199594	AIR DISC
Registration Number:	3152077	TECHFLYER
Registration Number:	3655896	MOREY BOOGIE
Registration Number:	3124723	STOWAWAY
Registration Number:	3124722	TRIPLE THREAT
Registration Number:	3096763	SLIDEZONE
Registration Number:	3086636	ROCKZONE
Registration Number:	3096762	CHILLZONE
Registration Number:	3154999	COOLZONE
Registration Number:	3027409	WAVE RIDER
Registration Number:	3004302	PHUZION CORE
Registration Number:	2990192	SNOWHOG
Registration Number:	2966361	SLIP 'N SLIDE
Registration Number:	2882878	SNOW ARROW
Registration Number:	3213912	AIR ZINGER
Registration Number:	3199456	AIR LUGE
Registration Number:	3194954	AIR SLICK
Registration Number:	3206670	AIR THUNDER
Registration Number:	3112887	HEAT WAVE
Registration Number:	3143040	SKATE FRENZY
Registration Number:	2940995	TANDEM RACER
Registration Number:	2578814	RIVA
Registration Number:	2639606	WHAM-O BOGGAN
Registration Number:	2654457	WHAM-O
Registration Number:	2628351	SNOW SLICK

	2996886	BLIZZARD
Registration Number:	3359499	SNOW JET
Registration Number:	2827592	CYCLONE
Registration Number:	2704609	MANTASLED
Registration Number:	2625057	OUTRIGGER
Registration Number:	2702615	SNOW BOOGIE
Registration Number:	2557404	SHOCKWAVE
Registration Number:	3447240	THE ORIGINAL TOY HOOP
Registration Number:	3701195	NT48
Registration Number:	3842306	ARCTIC FORCE
Registration Number:	3664774	SPLASH FACTORY
Registration Number:	3664773	TWILIGHT BLAST
Registration Number:	4161489	SUPERBALL
Registration Number:	3664754	HYDROGLIDE
Registration Number:	3670493	FASTBACK
Registration Number:	3800114	SNOWBALL BLASTER
Registration Number:	3438554	THE ORIGINAL FOOTBAG
Registration Number:	3438552	THE ORIGINAL BOUNCY BALL
Registration Number:	3438551	THE ORIGINAL FLYING DISC
Registration Number:	3438550	THE ORIGINAL BACKYARD WATER SLIDE
Registration Number:	3399008	ZECTRON
Registration Number:	2567415	ALPINE ROCKET
Registration Number:	2504368	MOONLIGHTER
Registration Number:	2496140	BOOGIE
Registration Number:	2949241	SPLASH FACTOR
Registration Number:	2946854	
Registration Number:	2931479	TOUCHLINE PUTTER
Registration Number:	2931478	TOUCHLINE OVER
Registration Number:	2931477	TOUCHLINE UNDER
Registration Number:	2931469	TOUCHLINE TRUE
Registration Number:	2931467	TOUCHLINE BANK
Registration Number:	2924744	
Registration Number:	2635156	SB
Registration Number:	3182026	BABY SLED
Registration Number:	2621169	SNOSHUTTLE

	2678968	BIG SPLASH
Registration Number:	2527459	SPLASH ISLAND
Registration Number:	2637016	SNOW SURFER
Registration Number:	2394143	ASTRA
Registration Number:	2430306	CABO
Registration Number:	2632255	WEDGE
Registration Number:	3167031	PARABOLIX
Registration Number:	2331792	BZ
Registration Number:	2621645	BLIZZARD BLASTER
Registration Number:	2419449	TURBOSAUCER
Registration Number:	2215111	MALIBU
Registration Number:	2237119	MAX FLIGHT
Registration Number:	1652509	WORLD CLASS
Registration Number:	1638508	MAKAPUU
Registration Number:	2102574	A-TACH
Registration Number:	2072509	HOG TAIL
Registration Number:	2044967	HOT WIRE
Registration Number:	1878743	M
Registration Number:	1872100	
Registration Number:	1831443	
Registration Number:	1831441	
Registration Number:	1773088	COASTER
Registration Number:	1807703	MALIBU
Registration Number:	1634234	PRO COMP
Registration Number:	1432069	
Registration Number:	1175354	150G
Registration Number:	1168561	110 G.
Registration Number:	1183855	HACKY SACK
Registration Number:	1512876	BZ
Registration Number:	1483665	WIKI-WIKI
Registration Number:	1461083	RIPPER
Registration Number:	1376102	MOREY
Registration Number:	1367861	MACH 7-7
Registration Number:	1389192	
Registration Number:	1376048	

	1278158	MOREY BOOGIE
Registration Number:	1226066	WHAM-O
Registration Number:	1161068	FRISBEE
Registration Number:	1151090	FRISBEE
Registration Number:	1147277	MASTER
Registration Number:	1065359	CHURCHILL
Registration Number:	1057786	TRAC-BALL
Registration Number:	1042388	WHAM-O
Registration Number:	0730346	WHAM-O
Registration Number:	0970089	FASTBACK FRISBEE
Registration Number:	0811650	SUPER BALL
Registration Number:	0761883	SLIP 'N SLIDE
Registration Number:	0679186	FRISBEE
Registration Number:	0739307	HULA-HOOP

CORRESPONDENCE DATA

Fax Number: 6265778800
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: (626) 795-9900
Email: pto@cph.com
Correspondent Name: Christie, Parker & Hale, LLP
Address Line 1: P.O. Box 29001
Address Line 4: Glendale, CALIFORNIA 91209-9001

ATTORNEY DOCKET NUMBER:	W563:10
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DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:	Robert A. Green
Signature:	/Robert A. Green/
Date:	08/08/2012

Total Attachments: 5
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**NOTICE OF FORECLOSURE
AND ACKNOWLEDGMENT OF
CHANGE OF POSSESSION OF COLLATERAL**

June 11, 2012

TO: WHAM-O INC.
6301 OWENSMOUTH AVENUE
SUITE 700
WOODLAND HILLS, CA. 91367

On May 31st, 2012, NOTICE OF DEFAULT AND INTENT TO ACCELERATE was served upon you (hereinafter referred to as THE DEBTOR") by Cheng Hsieh aka Jeff Hsieh, hereinafter referred to as "SECURED CREDITOR", in connection with the numerous outstanding loan agreements and security agreements currently outstanding between the parties. Hereinafter generally referred to as "THE AGREEMENTS"

Said Notice, advised you of your default under the terms of THE AGREEMENTS, and demanded your performance, in the payment of the outstanding balances due on or before 5 PM, June 11, 2012.

That time has now passed, and no payment has been received by the SECURED CREDITOR..

Pursuant to the rights held by the SECURED CREDITOR, as set forth in Article 9 of the California Commercial Code, and within THE AGREEMENTS, and within other applicable statutes, the SECURED CREDITOR, has exercised their rights and foreclosed upon the collateral that is the subject matter of THE AGREEMENTS.

Within the NOTICE OF DEFAULT AND INTENT TO ACCELERATE, previously served upon you, the SECURED CREDITOR demanded that you assemble the collateral described in THE AGREEMENTS, and make it available to the SECURED CREDITOR at the principal place of your business at the address shown above. In response to that demand, you have provided to the SECURED CREDITOR, the list of Assets attached hereto in the belief that it is a full recitation of the property assembled and transferred on this date. The list is not intended to limit the property to which the SECURED CREDITOR may be entitled to receive, if it should be ascertained in the future that anything has been omitted from the attached list.

Consistent with that demand, you have acknowledged to the SECURED CREDITOR, that the afore-described collateral, has been assembled and by the execution and acknowledgment at the end of this Notice, THE DEBTOR confirms that title and possession of all of the collateral set forth within THE AGREEMENTS has now been transferred to and is the property of the SECURED CREDITOR.

You should be further advised that the current balance due to SECURED CREDITOR, is

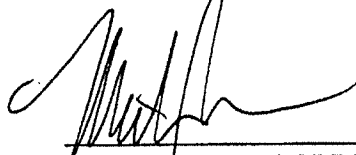
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in the sum of \$13,650,684.60, plus interest which shall continue to accrue, along with attorneys fees and related foreclosure costs and expenses.

It is the intention of the SECURED CREDITOR, to dispose of the collateral, which is now in the possession of the SECURED CREDITOR, as a result of THE DEBTOR, having surrendered, transferred, and conveyed the collateral, as set forth above, within a reasonable time, and in a commercially reasonable manner.

When that disposition has been made, the SECURED CREDITOR will apply the net proceeds recovered to the outstanding balance and account to you, if any balance remains at that time.

CHENG HSIEH

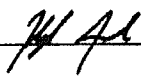


By MARTIN F. GOLDMAN
Attorney and Designated Agent for
SECURED CREDITOR

Wham-O, Inc. the Debtor referred to above, hereby acknowledges the receipt of this Notice of Foreclosure and Acknowledgment of Change of Possession, and by the execution of this document below, confirms that the property and collateral of Wham-O, Inc., as set forth in the secured loan agreements between the parties named herein, and referenced above has been transferred, conveyed, and is now in the physical and/or constructive possession of the SECURED CREDITOR, identified and described above.

WHAM-O, INC

By Kyle Aguilar
Chief Executive Officer



June 11, 2012

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List of Assets in General Terms:

- a. Any and all rights of Wham-O, Inc. to lease and leasehold improvements located at 6301 Owensmouth Ave., Woodland Hills CA 91367 ("Office Location"),
- b. Any and all rights of Wham-O, Inc. to lease and leasehold improvements located at 8750 Rex Road, Pico Rivera, CA 90660 ("Warehouse Location")
- c. Any and all Wham-O, Inc. equipment and assets located at the Office Location, the Warehouse Location or in any U.S. Storage area, including but not limited to equipment, computers, software printers, copiers, furniture, fixtures, books and records, paperwork, computer records, EDI/Eastop/MFG Pro, old products, sample products, products in development, product inventory, forklifts, shelving, supplies, tools
- d. Any and all Wham-O, Inc. books and records located in Hong Kong or at any other location.
- e. Any and all Wham-O, Inc. websites
- f. Any and all Wham-O inventory of products wherever located
- g. Any and all Wham-O accounts receivable
- h. Any and all Wham-O, Inc. Intellectual Property including but not limited to trademarks, logos and patents
- i. Stock and any and all assets of Wham-O Asia, Ltd. (a subsidiary of Wham-O, Inc.)
- j. Any and all Bank accounts of Wham-O, Inc. and Wham-O Asia, Ltd
- k. Any and all Wham-O, Inc. pending orders and products in process
- l. Any and all Wham-O, Inc. molds and tools
- m. Any and all Wham-O, Inc. tangible and intangible assets
- n. Any and all Wham-O good will and going concern value
- o. Wham-O, Inc. prepaid accounts and deposits



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MARTIN F. GOLDMAN
MICHAEL D. FRISCHER
JOHN J. CHOW

LAW OFFICES OF
MARTIN F. GOLDMAN
A PROFESSIONAL CORPORATION
15910 VENTURA BOULEVARD
SUITE 1525
ENCINO, CALIFORNIA 91436-2830
June 12, 2012

WHAMO

TELEPHONE
(310) 470-8487

FAX
(310) 474-0653

IN REPLY REFER TO:

2957.1

RE: WHAM-O CORPORATION

To Whom It May Concern:

You should be advised that this office represents Cheng Hsieh, a secured creditor of Wham-O, Inc.. On June 11, 2012, my client foreclosed upon his security agreement and UCC lien and contemporaneously, took possession of all of the assets of WHAM-O, Inc., a Delaware Corporation.

Pursuant to its obligations under the California Commercial Code, the secured creditor will dispose of the collateral in accordance with the attached notice.

If you have any questions, you may contact the undersigned at your convenience.

Very truly yours,

LAW OFFICES OF MARTIN F. GOLDMAN

MARTIN F. GOLDMAN

PLEASE REFER TO OUR FILE NUMBER ON ALL CORRESPONDENCE 2957.1

TRADEMARK

REEL: 004838 FRAME: 0490

NOTIFICATION OF DISPOSITION OF COLLATERAL

From: Cheng Hsieh
Secured Creditor

c/o Law Offices of Martin F. Goldman
15910 Ventura Blvd., Suite 1525
Encino, CA. 91436
310-470-8487

Name of Debtor:

WHAMO, INC
A Delaware Corporation
6301 Owensmouth Avenue, Suite 700
Woodland Hills, California 91367

We will sell all inventories of raw materials, supplies, work in process, and finished goods and all products thereof, whether in the possession of the debtor and/or the business, warehousemen, bailees or any other person and whether located at debtors place of business or elsewhere; all accounts, deposit accounts, including, among other things, all checks, drafts, and other instruments deposited in the accounts, accounts receivable, chattel paper, whether electronic, tangible or otherwise, instruments, documents, investment properties, and general intangibles as described in the California Commercial Code, including but not limited to patents, trademarks, copyrights, software intellectual properties and payment intangibles, now existing or any time hereafter arising from the sale, lease, or other disposition of the inventory, including all proceeds of the distribution thereof, whether voluntary or involuntary; and office equipment, , and all goodwill, and more generally described as all of the assets of the Debtor,

Privately, some time after June 27, 2012.

You are entitled to an accounting of the unpaid indebtedness secured by the property that we intend to sell. You may request an accounting in writing, received at the address shown above, on or prior to the anticipated date of sale or, by calling us at 310 – 470 – 8487.