

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
Rhythm Band Instruments Incorporated		01/02/2008	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Rhythm Band Instruments Acquisition, LLC
Street Address:	1227 W. Magnolia Ave., Suite 300
City:	Fort Worth
State/Country:	TEXAS
Postal Code:	76104
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	1788859	RBI
Registration Number:	1966433	CANTO
Registration Number:	1946782	KIDSPLAY
Registration Number:	1733289	KIDSPLAY
Registration Number:	3104008	ZOO RHYTHMS

CORRESPONDENCE DATA

Fax Number: 8173362181
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 817-336-2400
 Email: jmorgan@deckerjones.com
 Correspondent Name: Geoffrey A. Mantooth
 Address Line 1: Decker, Jones, McMackin, McClane, Hall
 Address Line 2: 801 Cherry Street, Suite 2000, Unit #46
 Address Line 4: Fort Worth, TEXAS 76102

OP \$140.00 1788859

ATTORNEY DOCKET NUMBER:	5980.36000
NAME OF SUBMITTER:	Geoffrey A. Mantooth
Signature:	/Geoffrey A. Mantooth/
Date:	01/08/2013
Total Attachments: 1 source=598036000assignment#page1.tif	

TRADEMARK ASSIGNMENT

THIS Trademark Assignment is made and entered into by and between Rhythm Band Instruments Incorporated, a Texas corporation (hereinafter "Assignor"), and Rhythm Band Instruments Acquisition, LLC, a Texas limited liability corporation (hereinafter "Assignee");

WHEREAS, Assignor is the owner of all rights, title and interest to the following trademarks and foreign and federal trademark registrations:

<u>TRADEMARK</u>	<u>COUNTRY</u>	<u>REGISTRATION NO.</u>
RBI & design	U.S.A.	1,788,859
CANTO & design	U.S.A.	1,966,433
KIDSPLAY & design	U.S.A.	1,946,782
KIDSPLAY	U.S.A.	1,733,289
ZOO RHYTHMS	U.S.A.	3,104,008
RBI & design	Canada	TMA452,498
RBI logo	U.K.	1,569,229
RBI ChromAharP & Design	U.K.	B1,150,623

(hereinafter "Trademarks");


AND WHEREAS, Assignee is desirous of acquiring said Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and transfers to Assignee all of its rights, title and interest throughout the world in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and including, without limitation, all of the rights and privileges pertaining to the Trademarks and any registrations, including the right to apply for and obtain trademark registrations throughout the world and the right to sue and recover damages for past, present and future infringement;

AND the Assignor hereby covenants and agrees that the Assignor will at any time upon the request and at the expense of said Assignee execute and deliver any and all papers and do all lawful acts that may be necessary or desirable to perfect the title to said Trademarks, including any registrations thereof.

This Assignment is effective as of January 2, 2008.

Rhythm Band Instruments Incorporated

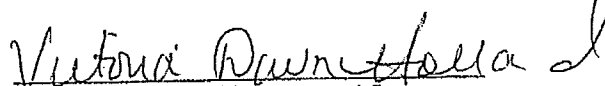

 Flora Brewer, Vice-President

STATE OF TEXAS §
 §
 COUNTY OF TARRANT §

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Flora Brewer, to me known, and known to me to be the Vice-President of Rhythm Band Instruments Incorporated, the assignor above named and acknowledged that he executed the foregoing instrument on behalf of said assignor and pursuant to authority duly received.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 7th day of January 2013.

SEAL


 Notary Public for said County and State

5980.36000/349525

