

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
ZB Toys Acquisition, L.L.C.		08/19/2013	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	ZB Equity, LLC
Street Address:	2711 Centerville Road
Internal Address:	Suite 400
City:	Wilmington
State/Country:	DELAWARE
Postal Code:	19808
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	1735825	ZANY BRAINY
Registration Number:	1781919	ZANY BRAINY
Registration Number:	3174714	ZANY BRAINY KIDS
Registration Number:	2412354	ZANYBRAINY.COM
Registration Number:	1971605	NOODLE KIDOODLE
Registration Number:	2010223	KIDS LEARN BEST WHEN THEY'RE HAVING FUN

CORRESPONDENCE DATA

Fax Number: 2155683439
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 215-568-3100
 Email: trademarks@woodcock.com, jlesser@woodcock.com, jdale@woodcock.com
 Correspondent Name: Jacqueline M. Lesser

CH \$165.00 1735825

Address Line 1: 2929 Arch Street
Address Line 2: Cira Centre, 12th Floor
Address Line 4: Philadelphia, PENNSYLVANIA 19104-2891

ATTORNEY DOCKET NUMBER:	DSCH-0002
NAME OF SUBMITTER:	Judy Dale-Trademark Paralegal
Signature:	/Judy Dale/
Date:	08/28/2013

Total Attachments: 2
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EXHIBIT C

SHORT FORM ASSIGNMENT

THIS SHORT FORM ASSIGNMENT ("Assignment") is made on August 19, 2013 ("Effective Date") by and between **ZB Toys Acquisition, L.L.C.**, a Delaware limited liability company ("ASSIGNOR"), and **ZB Equity, LLC**, a Delaware limited liability company ("ASSIGNEE").

WHEREAS, ASSIGNOR is the owner of the Trademarks set forth on Schedule A ("Trademarks"), together with common law rights therein; and

WHEREAS, ASSIGNOR desires to transfer, assign, and quitclaim to ASSIGNEE all of its right, title, and interest in and to the Trademarks together with all common law rights therein;

NOW THEREFORE, for good and valuable consideration, including the provisions and covenants herein, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR and ASSIGNEE agree as follows:

1. ASSIGNOR hereby transfers, assigns, and quitclaims to ASSIGNEE, as of the Assignment Effective Date set forth in the Domain Names and Trademark Assignment Agreement entered into between the parties on even date, all of ASSIGNOR's right, title, and interest of whatever kind in and to the Trademarks in perpetuity, together with (1) all income, royalties, and damages hereafter due or payable to ASSIGNOR with respect to the Trademarks, if any, including without limitation, damages, and payments for infringements and misappropriations of the Trademarks after the Effective Date; (2) all rights to sue for infringements or misappropriations of the Trademarks after the Effective Date; and (3) the right to renew any trademark application or registration related to the Trademarks.

2. ASSIGNOR hereby agrees to execute such other documents and take such other actions as may be reasonably requested by ASSIGNEE to evidence more fully the transfer of ownership of the Trademarks to ASSIGNEE. ASSIGNOR hereby appoints ASSIGNEE, with the full power of substitution therein, as its true and lawful attorney-in-fact for the limited purpose of executing such papers and performing such other proper acts as are reasonably necessary to secure to ASSIGNEE, or to its successors or assigns, the rights hereby transferred.

This Agreement has been executed as of the Effective Date.

ZB TOYS ACQUISITION, L.L.C.

By: 

Name: SHI NISMAN

Title: AUTHORIZED SIGNATORY

SCHEDULE A
TO
SHORT FORM ASSIGNMENT

TRADEMARKS

<u>Trademark</u>	<u>Reg. Date</u>	<u>Reg. No.</u>	<u>Ser. No.</u>
ZANY BRAINY	11/24/1992	1735825	74203317
ZANY BRAINY & Design	7/13/1993	1781919	74311435
ZANY BRAINY KIDS	11/21/2006	3174714	78217732
ZANYBRAINY.COM Stylized & Design	12/12/2000	2412354	75856022
NOODLE KIDOODLE	4/30/1996	1971605	74401224
KIDS LEARN BEST WHEN THEY'RE HAVING FUN	10/22/1996	2010223	75030191
ZANY BRAINY (Canada)	11/24/2006	TMA677561	864671