

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM309430

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
POOF-Slinky Fundex LLC		06/30/2014	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	901 Main Street
Internal Address:	Mail Code: TX1-492-14-06
City:	Dallas
State/Country:	TEXAS
Postal Code:	75202
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 67

Property Type	Number	Word Mark
Registration Number:	4480519	JARTS
Registration Number:	4477713	HOT POTATO
Registration Number:	4245736	DIVE PETS
Registration Number:	4132040	CHAIRS
Registration Number:	4118716	ON THE BUBBLE
Registration Number:	4118715	HIT THE DECK
Registration Number:	4104589	DIVE DICE
Registration Number:	4077652	TWO CUTE! DOUBLE DUTCH
Registration Number:	4075616	HEIST
Registration Number:	4075198	ULTIMATE PARTY BLOCK
Registration Number:	4075197	CSL
Registration Number:	4075193	OMG
Registration Number:	4075192	FYI
Registration Number:	4068794	POOL PUZZLES
Registration Number:	3988940	PHIL'UP CHUCK
Registration Number:	3984710	HIGHDIVIN' HIPPO
Registration Number:	3972082	POCKET TRIVIA
Registration Number:	3967050	RAPID RESPONSE

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3966453	DON'T TIP THE WAITER
Registration Number:	3938800	CHALK LINER EXPRESS
Registration Number:	3920837	PUZZLE PIZZAZZ
Registration Number:	3919917	LIL' LEAPERS
Registration Number:	3848656	ON THE GO KEYCHAIN PUZZLE
Registration Number:	3812959	MAKE 'EM MOVE
Registration Number:	3767405	ONE TOUGH PUZZLE
Registration Number:	3743002	BLACKOUT
Registration Number:	3688985	HOT POTATO SPLASH
Registration Number:	3668411	CHUCK-O
Registration Number:	3638626	MOUSE MATCH
Registration Number:	3636552	JARTS SPLASH
Registration Number:	3630365	DREAM PHONE
Registration Number:	3624503	PRIVACY
Registration Number:	3617896	SHAKE
Registration Number:	3596660	KABOOM
Registration Number:	3572383	BULLS-EYE WASHERS
Registration Number:	3543610	LIL' WADERS
Registration Number:	3537062	RECREACTION GAMES
Registration Number:	3537061	RECREACTION
Registration Number:	3530682	JARTS EVERYONE'S FAVORITE LAWN GAME
Registration Number:	3500451	RINGERS
Registration Number:	3485971	ALFREDO'S FOOD FIGHT!
Registration Number:	3479545	WHOOPS
Registration Number:	3453008	MUMBO JUMBO
Registration Number:	3452909	SKETCHY
Registration Number:	3449060	WHEN PIGS FLY
Registration Number:	3448827	HIP HOPSCOTCH
Registration Number:	3410191	DISC MASTER
Registration Number:	3410161	CHALK LINE EXPRESS
Registration Number:	3341294	TOP TOSS
Registration Number:	3321340	BOOBY TRAP
Registration Number:	3319695	RAGE
Registration Number:	3317706	BAG BALL
Registration Number:	3173937	TIP OF THE TONGUE
Registration Number:	3173935	WILDFIRE
Registration Number:	3173934	WHAT'S IN NED'S HEAD
Registration Number:	3173933	HOT ROPE
Registration Number:	3173932	JUMP ROPE JAM

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3173582	BUBBA THE BOTTOM FEEDER
Registration Number:	3171397	A TO Z
Registration Number:	3161076	
Registration Number:	3094522	
Registration Number:	3077969	
Registration Number:	2906666	GREAT AMERICAN PUZZLE FACTORY
Registration Number:	2170360	TOOT'R VILLE EXPRESS
Registration Number:	2170359	TELEPHONE TAG
Registration Number:	2144132	FUNDEX GAMES
Serial Number:	85945552	IDEAL BRANDS

CORRESPONDENCE DATA

Fax Number: 9192868199

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

Phone: 919 286-8000

Email: PTO_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 430 Davis Drive

Address Line 2: Suite 500

Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	327000-11905
NAME OF SUBMITTER:	John E. Slaughter
SIGNATURE:	/John E. Slaughter/
DATE SIGNED:	07/02/2014

Total Attachments: 4
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of June 30, 2014 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademark registrations and trademark applications shown below to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations:

TRADEMARKS

<u>Trademark Registration No.</u>	<u>Description of Registered Trademark</u>	<u>Date of Trademark Registration</u>
	See <u>Schedule 1</u> attached hereto	

TRADEMARK APPLICATIONS

<u>Trademark Application No.</u>	<u>Description of Trademark Applied for</u>	<u>Date of Trademark Application</u>
	See <u>Schedule 1</u> attached hereto	

The undersigned Obligor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

POOF-Slinky Fundex LLC

By:  _____

Name: John Belniak

Title: Vice Chairman

ALEX TOYS, LLC
TRADEMARKS NOTICE – POOF-SLINKY FUNDEX LLC

TRADEMARK
REEL: 005314 FRAME: 0482

Schedule 1

POOF-Slinky Fundex LLC
(Delaware Limited Liability Company)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
JARTS	4480519	02/11/14
HOT POTATO	4477713	02/04/14
DIVE PETS	4245736	11/20/12
CHAIRS	4132040	04/24/12
ON THE BUBBLE	4118716	03/27/12
HIT THE DECK	4118715	03/27/12
DIVE DICE	4104589	02/28/12
TWO CUTE! DOUBLE DUTCH	4077652	12/27/11
HEIST	4075616	12/27/11
ULTIMATE PARTY BLOCK	4075198	12/20/11
CSL	4075197	12/20/11
OMG	4075193	12/20/11
FYI	4075192	12/20/11
POOL PUZZLES	4068794	12/06/11
PHIL'UP CHUCK	3988940	07/05/11
HIGHDIVIN' HIPPO	3984710	06/28/11
POCKET TRIVIA	3972082	05/31/11
RAPID RESPONSE	3967050	05/24/11
DON'T TIP THE WAITER	3966453	05/24/11
CHALK LINER EXPRESS	3938800	03/29/11
PUZZLE PIZAZZ	3920837	02/15/11
LIL' LEAPERS	3919917	02/15/11
ON THE GO KEYCHAIN PUZZLE	3848656	09/14/10
MAKE 'EM MOVE	3812959	07/06/10
ONE TOUGH PUZZLE	3767405	03/30/10
BLACKOUT and Design	3743002	01/26/10
HOT POTATO SPLASH	3688985	09/29/09
CHUCK-O	3668411	08/18/09
MOUSE MATCH	3638626	06/16/09
JARTS SPLASH	3636552	06/09/09
DREAM PHONE	3630365	06/02/09
PRIVACY	3624503	05/19/09
SHAKE	3617896	05/05/09
KABOOM	3596660	03/24/09
BULLS-EYE WASHERS	3572383	02/10/09
LIL' WADERS	3543610	12/09/08
RECREACTION GAMES	3537062	11/25/08
RECREACTION	3537061	11/25/08
JARTS EVERYONE'S FAVORITE LAWN GAME	3530682	11/11/08

RINGERS	3500451	09/09/08
ALFREDO'S FOOD FIGHT!	3485971	08/12/08
WHOOPS	3479545	08/05/08
MUMBO JUMBO	3453008	06/24/08
SKETCHY	3452909	06/24/08
WHEN PIGS FLY	3449060	06/17/08
HIP HOPSCOTCH	3448827	06/17/08
DISC MASTER	3410191	04/08/08
CHALK LINE EXPRESS	3410161	04/08/08
TOP TOSS	3341294	11/20/07
BOOBY TRAP	3321340	10/23/07
RAGE	3319695	10/23/07
BAG BALL	3317706	10/23/07
TIP OF THE TONGUE	3173937	11/21/06
WILDFIRE	3173935	11/21/06
WHAT'S IN NED'S HEAD	3173934	11/21/06
HOT ROPE	3173933	11/21/06
JUMP ROPE JAM	3173932	11/21/06
BUBBA THE BOTTOM FEEDER	3173582	11/21/06
A TO Z	3171397	11/14/06
Design only	3161076	10/17/06
Design only	3094522	05/16/06
Design only	3077969	04/04/06
GREAT AMERICAN PUZZLE FACTORY	2906666	11/30/04
TOOT'R VILLE EXPRESS	2170360	06/30/98
TELEPHONE TAG	2170359	06/30/98
FUNDEX GAMES	2144132	03/17/98

Pending Application

Mark	Appl. No.	Filing Date
IDEAL BRANDS	85945552	05/29/13

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