

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM356087

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Baby Bytes Studios, LLC		09/16/2015	LIMITED LIABILITY COMPANY: COLORADO
RECEIVING PARTY DATA			
Name:	JoyBox Studios, Inc.		
Street Address:	7555 South Flanders Street		
City:	Centennial		
State/Country:	COLORADO		
Postal Code:	80016		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 20			
Property Type	Number	Word Mark	
Serial Number:	85236491	A STAR IS BORN	
Serial Number:	85666062	BABY BYTES	
Serial Number:	85704685	WEEBOOKS	
Serial Number:	85704690	WEEBOOKS	
Serial Number:	85710955	ALPHABYTES	
Serial Number:	85710967	WEEGAMES	
Serial Number:	85731503	WEETUBE	
Serial Number:	85757977	WEETUNES	
Serial Number:	86217280	BUNDLE OF JOY	
Serial Number:	86217287	WEEBYTES	
Serial Number:	86265388	SMART PLAYABLES	
Serial Number:	86265392	SMART PLAYABLES	
Serial Number:	86270354	MOBILE MOMMY	
Serial Number:	86280760	WHERE TRADITION AND TECHNOLOGY PLAY TOGE	
Serial Number:	86592729	JOYBOX	
Serial Number:	86592699	JOYSTORE	
Registration Number:	4389361	LULLABYTES	
Registration Number:	4464120	BABY BYTES	
Registration Number:	4516654	PUPPET PLAY	
TRADEMARK			

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Property Type	Number	Word Mark
Registration Number:	4730405	QUANTIFIED PARENTING

CORRESPONDENCE DATA

Fax Number: 7196331518

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: 719-473-3800

Email: jill.chalmers@bryancave.com, judi.cope@bryancave.com

Correspondent Name: Jill J. Chalmers

Address Line 1: 90 S. Cascade Ave., Suite 1300

Address Line 2: Bryan Cave LLP

Address Line 4: Colorado Springs, COLORADO 80903

ATTORNEY DOCKET NUMBER:	0338978
NAME OF SUBMITTER:	Jill J. Chalmers
SIGNATURE:	/jill j. chalmers/
DATE SIGNED:	09/23/2015

Total Attachments: 9

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TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement (“Trademark Assignment”) is entered into as of September 16, 2015, by and between Baby Bytes Studios, LLC, a Colorado limited liability company having a mailing address of 2555 South Adams St., Denver, CO 80210 (“Assignor”) to JoyBox Studios, Inc. a Delaware corporation having a mailing address of 7555 South Flanders St., Centennial, Colorado (“Assignee”).

WHEREAS, Assignor is the owner of all rights, title and interest, including, without limitation, common law trademark rights in and to the trade names, logos, trademarks, service marks and other designations of origin for (i) the trademarks and service marks, and applications for registration in the United States therefor, listed in Exhibit A; (ii) the trademarks, and registrations in the United States therefor, listed in Exhibit B, and (iii) the trademarks, and international registrations therefor, listed in Exhibit C (collectively referred to as the “Marks”);

WHEREAS, Assignor’s business in the nature of developing and selling software applications; audio, video and multimedia content; printed materials; and educational and entertaining media, games and toys, is ongoing and existing and Assignor uses the Marks in connection therewith.

WHEREAS, This Trademark Assignment is being entered into pursuant to that certain Contribution Agreement dated September 16, 2015 (the “Effective Date”), by and between Assignor and Assignee (the “Contribution Agreement”)

WHEREAS, Assignee as a successor to the ongoing and existing business of Assignor to which the Marks pertain desires to acquire all right, title and interest in and to the Marks.

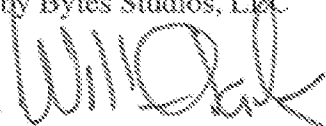
NOW, THEREFORE, for good and valuable consideration set forth in the Contribution Agreement, the receipt and sufficiency of which is hereby acknowledged, the parties intending to be legally bound, hereby agree as follows:

1. As of the Effective Date, Assignor hereby assigns and transfers to Assignee, as a successor to the ongoing and existing business of Assignor to which the Marks pertain, all right, title and interest in and to the Marks, together with the goodwill symbolized by and associated with said Marks, including all registrations therefor (as detailed on Exhibits A, B and C) and all common law rights therein and all other rights associated with the ongoing and existing business to which the Marks pertain; and any and in and to any and all causes of action (either in law or in equity), as well as the right to enforce any rights and file any causes of action, including the right to recover damages, for any past, present, or future infringement, misappropriation and/or dilution of the Marks.
2. Assignor hereby agrees to execute, acknowledge and deliver any and all documents and to take such other and further actions as are reasonably necessary to transfer and assign the Mark to Assignee, and to make a record of such assignment, including, without limitation, recording this Assignment with the United States Patent and Trademark Office and recording the change of ownership at the World Intellectual Property Organization, as appropriate.

IN WITNESS WHEREOF, this Assignment is executed by the undersigned this 16th day of September, 2015.

Baby Bytes Studios, LLC

By

A handwritten signature in black ink, appearing to read "W. Clark", written over a horizontal dotted line.

William Clark, Manager

EXHIBIT A

Pending U.S. Applications

Mark	Serial No.	Filing Date	Class	Description of Goods/Services
A STAR IS BORN	85/236,491	2/8/2011	16	Printed materials, namely pamphlets and brochures about education and entertainment for babies, toddlers, and preschoolers and not being advertising pamphlets or brochures, calendars, blank journals, greeting cards and postcards for adults; printed developmental media in the form of interactive educational books for babies and toddlers
BABY BYTES	85/666,062	6/29/2012	9	Computer application software and downloadable software for mobile phones, smartphones, tablet computers, portable media players, desktop computers, wireless communication devices, handheld communication devices and television, namely, software that enables the distribution, browsing, selection, purchase and play of audio and video recordings, and for use in early education and development of language skills, cognitive skills, and motor skills in the field of entertainment and education for babies and toddlers; Interactive video, electronic and computer game programs
WEEBOOKS	85/704,685	8/15/2012	9	Downloadable electronic publications, namely, interactive children's books
WEEBOOKS	85/704,690	8/15/2012	16	Children's books
ALPHABYTES	85/710,955	8/23/2012	9	Computer software and downloadable software that enables the distribution, browsing, selection, purchase and play of audio and video recordings, and for use in early education and development of language skills and cognitive skills in the field of children's media for use on computers and mobile communications devices

Mark	Serial No.	Filing Date	Class	Description of Goods/Services
WEEGAMES	85/710,967	8/23/2012	9	Computer game software and downloadable computer game software for educational and entertainment purposes and for use in early education and development of language skills, cognitive skills, and motor skills in the field of children's media for use on computers and mobile communications devices
WEETUBE	85/731,503	9/18/2012	9	Software that enables a baby, toddler or pre-schooler to select a video clip or audio clip for playback from a collection of pre-recorded clips; software that enables a person to record a video clip or audio clip of a baby, toddler or pre-schooler for storage on a mobile device and sharing over a communications network
WEETUNES	85/757,977	10/18/2012	9	Software that enables a baby, toddler or pre-schooler to select a video clip or audio clip for playback from a collection of pre-recorded clips; software that enables a person to record a video clip or audio clip of a baby, toddler or pre-schooler for storage on a mobile device and sharing over a communications network
BUNDLE OF JOY	86/217,280	3/11/2014	9	Educational multimedia kits comprised of digital media, namely, pre-recorded discs and downloadable audio and video recordings, featuring entertainment and educational content for infants and toddlers, along with printed language development cards and activity guides

Mark	Serial No.	Filing Date	Class	Description of Goods/Services
WEEBYTES	86/217,287	3/11/2014	9	Computer application software and downloadable software for mobile phones, smartphones, tablet computers, portable media players, desktop computers, wireless communication devices, handheld communication devices and television, namely, software that enables the distribution, browsing, selection, purchase and play of audio and video recordings, and for use in early education and development of language skills, cognitive skills, and motor skills in the field of entertainment and education for toddlers and preschoolers; interactive video, electronic and computer game programs
SMART PLAYABLES	86/265,388	4/29/2014	9	Pre-recorded electronic and digital media featuring music, stories and games for children; computer application software and downloadable software for mobile phones, smartphones, tablet computers, portable media players, desktop computers, wireless communication devices, handheld communication devices and television in the field of entertainment and education for babies and toddlers; interactive video, electronic and computer game programs; audio and video recordings featuring music, stories and games; downloadable software in the nature of a mobile application for game play by babies, toddlers and children; downloadable video recordings featuring children's programming; digital media, namely, downloadable audio and video files featuring music, stories and games for children; pre-recorded electronic and digital media featuring educational and entertaining content for children; computer software and downloadable software that enables the distribution, browsing, selection, purchase and play of audio and video recordings

Mark	Serial No.	Filing Date	Class	Description of Goods/Services
SMART PLAYABLES	86/265,392	4/29/2014	28	Electronic learning toys, electronic action toys; educational toys for teaching language, math principles, colors and music to children; children's multiple activity toys; children's educational toys for developing fine motor, cognitive and counting skills; infant toys; mechanical toys; musical toys; plush toys; radio controlled toy vehicles; talking toys; toy building blocks; toy vehicles; transforming robotic toys; action skill games; electronic games for the teaching of children; manipulative games; puzzles
MOBILE MOMMY	86/270,354	5/2/2014	35	On-line retail store services featuring toys, games, pre-recorded electronic and digital media and software
WHERE TRADITION AND TECHNOLOGY PLAY TOGETHER	86/280,760	5/14/2014	28	Electronic learning toys, electronic action toys; educational toys for teaching language, math principles, colors and music to children; children's multiple activity toys; children's educational toys for developing fine motor, cognitive and counting skills; infant toys; mechanical toys; musical toys; plush toys; radio controlled toy vehicles; talking toys; toy building blocks; toy vehicles; transforming robotic toys; action skill games; electronic games for the teaching of children; manipulative games; puzzles
JOYBOX	86/592,729	4/9/2015	9	Digital materials, namely, CDs, DVDs, downloadable audio and video recordings, and video recordings for streaming featuring content for parents, babies and toddlers in the field of early childhood development and education; Downloadable mobile applications for distribution, browsing, selection, purchase and play of audio and video recordings and other digital media, for use in early childhood education for babies and toddlers

Mark	Serial No.	Filing Date	Class	Description of Goods/Services
JOYSTORE	86/592,699	4/9/2015	35	On-line retail store services featuring toys, games, pre-recorded digital media and software

EXHIBIT B

U.S. Registrations

Mark	Reg. No.	Reg. Date	Class	Description of Goods/Services
LULLABYTES	4,389,361	8/20/2013	9	Computer software and downloadable software for use in the development of healthy sleep habits and music appreciation in the field of children's media for use on computers and mobile communications devices
BABY BYTES	4,464,120	1/7/2014	9	Prerecorded audio programming in the field of developmental media, namely digital media featuring music
PUPPET PLAY	4,516,654	4/15/2014	9	Downloadable software in the nature of a mobile application for game play by babies and toddlers
QUANTIFIED PARENTING	4,730,405	5/5/2015	9	Downloadable software applications for collection of and reporting on the use of electronic and digital media, educational toys, flash cards and games; electronic game programs that support the collection of play and learning information

EXHIBIT C

International Registration and Foreign Designations

Mark	Jurisdiction	Reg. No.	Reg. Date	Class	Description of Goods/Services
BABY BYTES	European Union (Designation of WIPO International Registration)	1143493 (WIPO International Reg. No.)	11/28/2012	9	Computer application software and downloadable software for mobile phones, smartphones, tablet computers, portable media players, desktop computers, wireless communication devices, handheld communication devices and television in the field of entertainment and education for babies and toddlers; Interactive video, electronic and computer game programs
	Japan (Designation of WIPO International Registration)	1143493 (WIPO International Reg. No.)	11/28/2012	9	Computer application software and downloadable software for mobile phones, smartphones, tablet computers, portable media players, desktop computers, wireless communication devices, handheld communication devices and television in the field of entertainment and education for babies and toddlers; Interactive video, electronic and computer game programs