

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM411709

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Geoffrey, LLC		11/15/2016	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	360 Holdings II-A LLC		
<b>Street Address:</b>	666 5th Ave.		
<b>Internal Address:</b>	36th Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10103		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77960310		
<b>Serial Number:</b>	85389613		
<b>Serial Number:</b>	85193590		
<b>Serial Number:</b>	77981118		
<b>Serial Number:</b>	85113809	PENELOPE THE PUP	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2128594000		
<i>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.</i>			
<b>Phone:</b>	212-859-8000		
<b>Email:</b>	alana.berrocal@friedfrank.com		
<b>Correspondent Name:</b>	Alana Berrocal		
<b>Address Line 1:</b>	1 New York Plaza		
<b>Address Line 2:</b>	26th Floor		
<b>Address Line 4:</b>	New York, NEW YORK 10004		
<b>ATTORNEY DOCKET NUMBER:</b>	3043-3 [07565]		
<b>NAME OF SUBMITTER:</b>	Alana Berrocal		
<b>SIGNATURE:</b>	/Alana Berrocal/		

CH \$140.00 77960310

<b>DATE SIGNED:</b>	01/10/2017
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**Total Attachments: 9**

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## ASSIGNMENT OF INTELLECTUAL PROPERTY

This Assignment of Intellectual Property ("Assignment"), effective as of November 15, 2016, is entered into by and between Geoffrey, LLC, a Delaware limited liability Company (the "Assignor"), and 360 Holdings II-A LLC, a Delaware limited liability company (the "Assignee").

WHEREAS, Assignor is the owner of those certain trademark registrations and applications identified on Schedule A attached hereto ("Assigned Trademarks");

WHEREAS, Assignor wishes to assign to Assignee, and Assignee wishes to acquire from Assignor, all of Assignors' right, title, and interest in and to the Assigned Trademarks.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, Assignor and Assignee hereby agree as follows:

1. Definitions. Terms not defined in this Assignment shall have the meanings ascribed to them in the Purchase Agreement.

2. Conveyance and Acceptance of Assigned Trademarks. Assignor hereby transfers and assigns to Assignee, and Assignee hereby accepts, all of such Assignor's right, title, and interest in and to the applicable Assigned Trademarks (as identified on Schedule A), the goodwill of the business associated with and symbolized by the Assigned Trademarks, the right to sue and recover for past, present, or future infringement thereof, the right to secure registration of such Assigned Trademarks and of this Assignment, and the right to initiate other proceedings before all Governmental Authorities with respect to such Assigned Trademarks.

3. Recordation. Each Assignor hereby authorizes and requests that the Commissioner for Trademarks and any other sovereign official holding a corresponding position of authority in any other state or country, record this Assignment. Each Assignor will, at Assignee's request and expense, take any and all reasonable actions, including without limitation, the execution, acknowledgment, and delivery of any and all documents that Assignee may reasonably request to record and perfect Assignee's interest in and to its Assigned Trademarks.

4. Governing Law. This Assignment shall in all respects be governed by, and construed in accordance with, the Laws (excluding conflict of laws rules and principles) of the State of New York applicable to agreements made and to be performed entirely within such State, including all matters of construction, validity, and performance.

5. Counterparts. This Assignment may be executed by facsimile signatures and in any number of counterparts with the same effect as if all signatory parties had signed the same document. All counterparts shall be construed together and shall constitute one and the same instrument.

*[remainder of page intentionally left blank]*

IN WITNESS WHEREOF, the parties have executed, made and entered into this Assignment as of the date first set forth above.

**ASSIGNOR:**

**GEOFFREY, LLC**


By: 

Name: James Young

Title: VP Corporate Counsel

**ASSIGNEE:**





**360 HOLDINGS II-A, LLC**

By:   
Name: \_\_\_\_\_  
Title:

SCHEDULE A






to

ASSIGNMENT OF TRADEMARKS

Mark Name	Country	Status	App. No.	App. Date	Reg. Date	Reg. No.	Class	Goods	Current Owner	Renewal Date
JESTER Device 	Australia - (AU)	REGISTERED -(G)	1351018	03/17/2010	11/01/2010	1,351,018	28	Children's toys, games, and playthings, including plush toys and animals, puppets, rocking horses, baby multiple activity toys, toy trains, marble games, toy beads for activity kits, model cars and toy musical bands, rag dolls, dolls and dolls accessories, children's play cosmetics, board games, bath toys, crib toys, dolls, action figures, puppets; toy vehicles; children's hobby science kits, toy lab kits, toy chemistry kits and toy educational activity kits comprising children's telescopes, binoculars and microscopes; pull and push toys; wooden toy tool kits, toy musical instruments	Geoffrey, LLC - (GEO)	03/17/2020
JESTER Device 	Australia - (AU)	REGISTERED -(G)	1351018	03/17/2010	11/01/2010	1,351,018	30	Confectionery, including candy and baked goods	Geoffrey, LLC - (GEO)	03/17/2020
JESTER Device 	Australia - (AU)	REGISTERED -(G)	1351018	03/17/2010	11/01/2010	1,351,018	35	Retail store and online retail store services featuring toys, games, playthings, clothing, electronics and gifts	Geoffrey, LLC - (GEO)	03/17/2020
JESTER Device 	Switzerland - (CH)	REGISTERED -(G)	52671/2010	03/17/2010	05/25/2010	600774	28	children's toys, games, and playthings, namely, plush toys and animals, puppets, rocking horses, baby multiple activity toys, toy trains, marble games, toy beads for activity kits, model cars and toy musical bands, rag dolls, dolls and dolls accessories, children's play cosmetics, board games, bath toys, crib toys, dolls, action figures, puppets; toy vehicles; children's hobby science kits, toy lab kits, toy chemistry kits and toy educational activity kits	Geoffrey, LLC - (GEO)	03/17/2020





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JESTER Device 	Switzerland - (CH)	REGISTERED - (G)	52671/2010	03/17/2010	05/25/2010	600774	30	comprising children's telescopes, binoculars and microscopes; pull and push toys; wooden toy tool kits, toy musical instruments	Geoffrey, LLC - (GEO)	03/17/2020
JESTER Device 	Switzerland - (CH)	REGISTERED - (G)	52671/2010	03/17/2010	05/25/2010	600774	35	retail store and online retail store services featuring toys, games, playthings, clothing, electronics and gifts	Geoffrey, LLC - (GEO)	03/17/2020
JESTER Device 	European Union Trademark - (EM)	REGISTERED - (G)	008962367	03/17/2010	09/02/2010	008962367	28	Children's toys, games, and playthings, namely, push toys and animals, puppets, rocking horses, baby multiple activity toys, toy trains, marble games, toy beads for activity kits, model cars and toy musical bands, rag dolls, dolls and dolls accessories, children's play cosmetics, board games, bath toys, crib toys, dolls, action figures, puppets; toy vehicles; children's hobby science kits, toy lab kits, toy chemistry kits and toy educational activity kits comprising children's telescopes, binoculars and microscopes; pull and push toys; wooden toy tool kits, toy musical instruments.	Geoffrey, LLC - (GEO)	03/31/2020
JESTER Device 	European Union Trademark - (EM)	REGISTERED - (G)	008962367	03/17/2010	09/02/2010	008962367	30	confectionery, namely, candy and baked goods	Geoffrey, LLC - (GEO)	03/31/2020
JESTER Device 	European Union Trademark - (EM)	REGISTERED - (G)	008962367	03/17/2010	09/02/2010	008962367	35	retail store and online retail store services featuring toys, games, playthings, clothing, electronics and gifts	Geoffrey, LLC - (GEO)	03/31/2020
JESTER Device	Japan - (JP)	REGISTERED - (G)	021065/2010	03/18/2010	07/08/2011	5424133	28	Games; plush toys and animals, puppets, rocking horses, baby toys,	Geoffrey, LLC - (GEO)	07/08/2021

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

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	Japan - (JP)	REGISTERED - (G)	021065/20 10	03/18/2010	07/08/2011	5424133	30	toy trains, model cars, rag dolls, dolls and dolls accessories, children's play cosmetics, board games, bath toys, baby mobiles (toys), action figures, toy vehicles; science experiment kits of toys; nature kits of toys; educational toys comprising children's telescopes, binoculars and microscopes; wooden toys; toy musical instruments; amusement machines and apparatus for use in amusement parks (other than arcade video game machines); toys for domestic pets; toys; Go games; Japanese playing cards (Utagaruta); Japanese chess (Shogi games); dice; Japanese dice games [Sugooroku]; dice cups; diamond games; chess games; checkers [checker sets]; conjuring apparatus; dominoes; playing cards; Japanese playing cards [Hanafuda]; Mah-jong; game machines and apparatus; billiard equipment; sports equipment	Geoffrey, LLC - (GEO)	07/08/2021
JESTER Device 	Japan - (JP)	REGISTERED - (G)	021065/20 10	03/18/2010	07/08/2011	5424133	35	administration of sales information, client information, and destination information for sending gifts by computer, and providing this information	Geoffrey, LLC - (GEO)	07/08/2021
JESTER Device 	USA - (US)	REGISTERED - (G)	77/960310	03/16/2010	04/17/2012	4,129,183	28	marble games, model cars, rag dolls, children's play cosmetics, puppets, toy vehicles	Geoffrey, LLC - (GEO)	04/17/2022
JESTER Device 	USA - (US)	REGISTERED - (G)	85/389613	08/04/2011	03/06/2012	4,108,884	43	Restaurants, cafe and ice cream shop services in the nature of a restaurant	Geoffrey, LLC - (GEO)	03/06/2022

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JESTER Device 	USA - (US)	REGISTERED - (G)	85/193590	12/08/2010	09/13/2011	4,025,343	16	Framed art prints	Geoffrey, LLC - (GEO)	09/13/2021
JESTER Device 	USA - (US)	REGISTERED - (G)	85/193590	12/08/2010	09/13/2011	4,025,343	6	metal piggy banks	Geoffrey, LLC - (GEO)	09/13/2021
JESTER Device 	USA - (US)	REGISTERED - (G)	85/193590	12/08/2010	09/13/2011	4,025,343	7	Electric food processors; vacuum packing machines	Geoffrey, LLC - (GEO)	09/13/2021
JESTER Device 	USA - (US)	REGISTERED - (G)	85/193590	12/08/2010	09/13/2011	4,025,343	8	Tableware, namely, forks, spoons	Geoffrey, LLC - (GEO)	09/13/2021
JESTER Device 	USA - (US)	REGISTERED - (G)	85/193590	12/08/2010	09/13/2011	4,025,343	9	Temperature probes not for medical use; and electronic timers	Geoffrey, LLC - (GEO)	09/13/2021
JESTER Device 	USA - (US)	REGISTERED - (G)	85/193590	12/08/2010	09/13/2011	4,025,343	10	Kits comprised of pacifier holder and insulated baby bottle holder and storage pouches	Geoffrey, LLC - (GEO)	09/13/2021
JESTER Device 	USA - (US)	REGISTERED - (G)	85/193590	12/08/2010	09/13/2011	4,025,343	11	Lamps; electric yogurt makers; baby bottle sterilizers; chandeliers; and electric milk bottle warmers	Geoffrey, LLC - (GEO)	09/13/2021


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JESTER Device 	USA - (US)	REGISTERED - (G)	85/193590	12/08/2010	09/13/2011	4,025,343	18	Diaper bags; and bags for carrying babies' accessories	Geoffrey, LLC - (GEO)	09/13/2021
JESTER Device 	USA - (US)	REGISTERED - (G)	85/193590	12/08/2010	09/13/2011	4,025,343	20	picture frames; and nursing pillows	Geoffrey, LLC - (GEO)	09/13/2021
JESTER Device 	USA - (US)	REGISTERED - (G)	85/193590	12/08/2010	09/13/2011	4,025,343	21	Dishes; laundry hampers for domestic or household use; sippy cups; dinnerware made of china; and household containers for foods	Geoffrey, LLC - (GEO)	09/13/2021
JESTER Device 	USA - (US)	REGISTERED - (G)	85/193590	12/08/2010	09/13/2011	4,025,343	24	Crib bedding sets, namely bumpers, fitted sheets, quilts, crib skirts; children's blankets; cloth bunting; diaper changing pad covers not of paper; fabric diaper stacker; fabric valance; towels; wash cloths; and baby blankets	Geoffrey, LLC - (GEO)	09/13/2021
JESTER Device 	USA - (US)	REGISTERED - (G)	85/193590	12/08/2010	09/13/2011	4,025,343	25	Infant wearable blanket; baby bunting; baby bibs not of paper; and nursing apparel, namely, nursing covers for moms	Geoffrey, LLC - (GEO)	09/13/2021
JESTER Device 	USA - (US)	REGISTERED - (G)	85/193590	12/08/2010	09/13/2011	4,025,343	28	Crib mobiles; baby rattles; and toy blocks, namely bath blocks and soft plush blocks	Geoffrey, LLC - (GEO)	09/13/2021
JESTER Device 	Canada - (CA)	REGISTERED - (G)	1473582	03/17/2010	03/26/2013	847,069		Children's toys, games, and playthings, namely, plush toys and animals, rocking horses, toy trains, dolls and dolls accessories, crib toys, dolls, toy musical instruments	Toys "R" Us (Canada) Ltd. - (TRUCA)	03/26/2028

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JESTER Device 	USA - (US)	REGISTERED - (G)	77/981118	03/16/2010	03/01/2011	3,926,927	28, 35	Children's toys, games, and playthings, namely, plush toys and animals, rocking horses, toy trains, dolls and dolls accessories, crib toys, dolls, toy musical instruments; retail store and online retail store services featuring toys, games, playthings, clothing, electronics and gifts	Geoffrey, LLC - (GEO)	
PENELOPE THE PUP	USA - (US)	REGISTERED - (G)	85/113809	08/23/2010	03/22/2011	3,934,591	28	Toys, games and playthings, namely, plush toys	Geoffrey, LLC - (GEO)	03/22/2021