

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM497946

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
POOF-SLINKY FUNDEX LLC		07/27/2018	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	PINEBRIDGE STRUCTURED CAPITAL PARTNERS III, L.P.		
Street Address:	399 PARK AVENUE		
Internal Address:	4TH FLOOR		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	Limited Partnership: DELAWARE		
Name:	PINEBRIDGE STRUCTURED CAPITAL PARTNERS OFFSHORE III-A, L.P.		
Street Address:	399 PARK AVENUE		
Internal Address:	4TH FLOOR		
City:	NEW YORK		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	Limited Partnership: CAYMAN ISLANDS		
PROPERTY NUMBERS Total: 27			
Property Type	Number	Word Mark	
Registration Number:	3171397	A TO Z	
Registration Number:	3317706	BAG BALL	
Registration Number:	3743002	BLACKOUT	
Registration Number:	3321340	BOOBY TRAP	
Registration Number:	3173582	BUBBA THE BOTTOM FEEDER	
Registration Number:	3572383	BULLS-EYE WASHERS	
Registration Number:	3410161	CHALK LINE EXPRESS	
Registration Number:	3668411	CHUCK-O	
Registration Number:	3966453	DON'T TIP THE WAITER	
Registration Number:	2144132	FUNDEX GAMES	
Registration Number:	2906666	GREAT AMERICAN PUZZLE FACTORY	
TRADEMARK			

CH \$690.00 3171397

Property Type	Number	Word Mark
Registration Number:	4805209	GUY GEAR
Registration Number:	4118715	HIT THE DECK
Registration Number:	4477713	HOT POTATO
Registration Number:	3688985	HOT POTATO SPLASH
Registration Number:	3173933	HOT ROPE
Registration Number:	3530682	JARTS EVERYONE'S FAVORITE LAWN GAME
Registration Number:	3636552	JARTS SPLASH
Registration Number:	3624503	PRIVACY
Registration Number:	3319695	RAGE
Registration Number:	3537061	RECREACTION
Registration Number:	3537062	RECREACTION GAMES
Registration Number:	3500451	RINGERS
Registration Number:	3617896	SHAKE
Registration Number:	3341294	TOP TOSS
Registration Number:	3173934	WHAT'S IN NED'S HEAD
Registration Number:	3449060	WHEN PIGS FLY

CORRESPONDENCE DATA

Fax Number: 3105572193

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: 310-557-2900

Email: klathrop@proskauer.com

Correspondent Name: PROSKAUER ROSE LLP

Address Line 1: 2029 CENTURY PARK EAST, SUITE 2400

Address Line 2: C/O KIMBERLEY A. LATHROP

Address Line 4: LOS ANGELES, CALIFORNIA 90067

ATTORNEY DOCKET NUMBER:	11816.021 Fundex
NAME OF SUBMITTER:	Kimberley A. Lathrop
SIGNATURE:	/Kimberley A. Lathrop/
DATE SIGNED:	11/13/2018

Total Attachments: 5

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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 July 27, 2018 (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 PINEBRIDGE STRUCTURED CAPITAL PARTNERS III, L.P. and PINEBRIDGE STRUCTURED CAPITAL PARTNERS OFFSHORE III-A, L.P. (the "Purchasers"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademark registrations and trademark applications shown below to the Purchasers 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 Purchasers, hereby acknowledge and agree that the security interest in the foregoing trademark registrations 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 registration or trademark application (or any subject matter covered thereby).

Very truly yours,

POOF-SLINKY FUNDEX LLC

By: 

Name: Robert E. Olsen

Title: CFO Alex Brand

The undersigned Obligor and the Purchasers, hereby acknowledge and agree that the security interest in the foregoing patents and patent 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 patent or patent application (or any subject matter covered thereby).

Very truly yours,

POOF-SLINKY FUNDEX LLC

By: _____
Name: _____
Title: _____

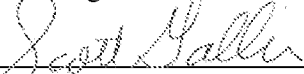
Acknowledged and Accepted:

PINEBRIDGE STRUCTURED CAPITAL PARTNERS III, L.P., as a Purchaser

By: PineBridge Structured Capital General Partner III, L.P., its general Partner

By: PineBridge Structured Capital General Partner III, LLC, its general Partner

By: PineBridge Investments LLC, its sole member

By: 
Name: Scott Gallin
Title: Managing Director

PINEBRIDGE STRUCTURED CAPITAL PARTNERS OFFSHORE III-A, L.P., as a Purchaser

By: PineBridge Structured Capital General Partner III, L.P., its general Partner

By: PineBridge Structured Capital General Partner III, LLC, its general Partner

By: PineBridge Investments LLC, its sole member

By: 
Name: Scott Gallin
Title: Managing Director

SCHEDULE 1

MARK	COUNTRY NAME	SERIAL NUMBER	FILING DATE	REG. NUMBER	REG. DATE
A TO Z	United States of America	78782017	Dec 28, 2005	3171397	Nov 14, 2006
BAG BALL	United States of America	78877959	May 5, 2006	3317706	Oct 23, 2007
BLACKOUT	United States of America	77482038	May 23, 2008	3743002	Jan 26, 2010
Booby Trap	United States of America	78839558	Mar 16, 2006	3321340	Oct 23, 2007
BUBBA THE BOTTOM FEEDER	United States of America	78692833	Aug 15, 2005	3173582	Nov 21, 2006
BULLS-EYE WASHERS	United States of America	77513592	Jul 2, 2008	3572383	Feb 10, 2009
CHALK LINE EXPRESS	United States of America	77175280	May 8, 2007	3410161	Apr 8, 2008
CHUCK-O	United States of America	77513574	Jul 2, 2008	3668411	Aug 18, 2009
DON'T TIP THE WAITER	United States of America	85179079	Nov 17, 2010	3966453	May 24, 2011
FUNDEX GAMES	United States of America	75163348	Sep 3, 1996	2144132	Mar 17, 1998
GREAT AMERICAN PUZZLE FACTORY	United States of America	78325636	Nov 10, 2003	2906666	Nov 30, 2004
GUY GEAR	United States of America	86327806	Jul 3, 2014	4805209	Sep 1, 2015
HIT THE DECK	United States of America	85434970	Sep 29, 2011	4118715	Mar 27, 2012
HOT POTATO	United States of America	85962708	Jun 18, 2013	4477713	Feb 4, 2014
HOT POTATO SPLASH	United States of America	77688683	Mar 11, 2009	3688985	Sep 29, 2009
HOT ROPE	United States of America	78781978	Dec 28, 2005	3173933	Nov 21, 2006
JARTS EVERYONE'S FAVORITE LAWN GAME	United States of America	77441373	Apr 7, 2008	3530682	Nov 11, 2008
JARTS SPLASH	United States of America	77489513	Jun 3, 2008	3636552	Jun 9, 2009
PRIVACY	United States of America	77515662	Jul 7, 2008	3624503	May 19, 2009

RAGE	United States of America	78531215	Dec 13, 2004	3319695	Oct 23, 2007
RECREACTION	United States of America	77495435	Jun 10, 2008	3537061	Nov 25, 2008
RECREACTION GAMES	United States of America	77495443	Jun 10, 2008	3537062	Nov 25, 2008
RINGERS	United States of America	77489503	Jun 3, 2008	3500451	Sep 8, 2008
SHAKE	United States of America	78957311	Aug 22, 2006	3617896	May 5, 2009
TOP TOSS	United States of America	78692887	Aug 15, 2005	3341294	Nov 20, 2007
WHAT'S IN NED'S HEAD	United States of America	78781989	Dec 28, 2005	3173934	Nov 21, 2006
WHEN PIGS FLY	United States of America	77308171	Oct 19, 2007	3449060	Jun 17, 2008