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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Y

04-23-2001

U.S. Patent & TMO/TM Mail Rpt Dt. #72

Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Bluebird Toys (UK) Limited

- Individual(s)
- General Partnership
- Corporation-State United Kingdom
- Other

- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Origin Products Limited

Internal Address: 10 Lambton Place

Street Address: Westbourne Grove

City: London State: England ZIP: W11 2SH

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State England & Wales
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

4-23-01

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: March 16, 2001

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,112,633

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: KLAUBER & JACKSON

Internal Address:

05/07/2001 GTOM11 00000277 2112633

01 FC:481 40.00 DP

Street Address: 411 Hackensack Avenue

City: Hackensack State: NJ ZIP: 07601

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$40.00

- Enclosed
- Authorized to be charged to deposit account

400

if necessary

8. Deposit account number: if necessary

11-1153

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Lawrence D. Mandel

Name of Person Signing

Signature

April 20, 2001

Date

5

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

2539-3-002

TRADEMARK
REEL: 002289 FRAME: 0450

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNEE : ORIGIN PRODUCTS LIMITED
MARK : POLLY POCKET
REG. NO. : 2,112,633
REGISTERED: November 11, 1997

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Applicant hereby appoints the law firm of KLAUBER & JACKSON and DAVID A. JACKSON, STEFAN J. KLAUBER, LAWRENCE D. MANDEL, all members of the Bar of the State of New Jersey, and ALLAN H. FRIED, a member of the Bar of the State of Pennsylvania, and STEVE S. CHA, a member of the Bar of the States of New York and New Jersey, and MICHAEL D. DAVIS, a member of the Bar of the States of Pennsylvania, Colorado and Washington, D.C., and STEPHEN GIGANTE, a member of the Bar of the States of New York, New Jersey and Connecticut, and all with offices at 411 Hackensack Avenue, Hackensack, New Jersey, as its domestic representatives upon whom notices or process in the proceedings affecting the above captioned mark may be served.

ORIGIN PRODUCTS LIMITED

By: 
Name: Chris Taylor
Title: Director

Dated: 26-02-01

A S S I G N M E N T

WHEREAS, BLUEBIRD TOYS (UK) LIMITED, a United Kingdom Corporation, having a principal place of business at The Mulberrys, Kembrey Park, Swindon, SN2 6YP, England, hereinafter called "ASSIGNOR", is the owner of certain United States Trademark Registrations (The "Registrations"), and of the Trademarks of said Registrations and the good will associated therewith identified as follows below:

<u>TRADEMARK</u>	<u>U.S. REG. NO.</u>	<u>DATE OF ISSUANCE</u>
POLLY POCKET	2,112,633	November 11, 1997

WHEREAS, ORIGIN PRODUCTS LIMITED, a company registered in England and Wales (registered number 1519311), whose registered office is at 10 Lambton Place, Westbourne Grove, London W11 2SH, England, hereinafter called "ASSIGNEE" desires to acquire all right, title and interest in and to the Trademarks, the Registrations, and to the trade identification and good will symbolized thereby;

NOW THEREFORE, for such good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR has sold, assigned and transferred and set over, unto ASSIGNEE, its successors and assigns, the entire right, title and interest in and to the Trademarks, the Registrations, and the good will of the business symbolized by the Trademarks and the Registrations, to be held and enjoyed by ASSIGNEE, its successors and assigns, for its own use and behoof and for the use and behoof of its successors and assigns, as fully and entirely as the same would

have been held and enjoyed by ASSIGNOR if this Agreement had not been made, together with all claims for damages by reason of past infringement of the Trademarks and/or the Registrations and the right to sue for damages and collect the same for its own use and behoof, and for the use and behoof of its successors and assigns.

ASSIGNOR hereby covenants and agrees that it will at the request and expense of ASSIGNEE, execute or have executed any and all other instruments, and do all other acts which ASSIGNEE, its successors and assigns, may deem necessary or expedient in order to protect, and vest in ASSIGNEE, its successors and assigns, the entire right, title and interest in and to the said Trademarks and the Federal Trademark Registrations presently issued thereon and listed above.

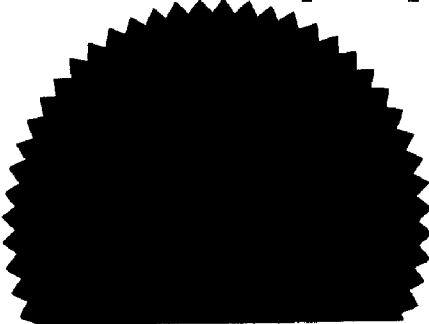
IN TESTIMONY WHEREOF, ASSIGNOR has caused these presents to be duly executed this 16th day of March, 2001.

BLUEBIRD TOYS (UK) LIMITED

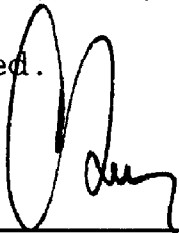
By: B. Desai
Name: Bimal Desai
Title: Finance Manager & Company Secretary

Country of ENGLAND)
) ss.
County of BERKSHIRE)

On this 16th day of March , 2001, before me personally
appeared BIMAL DESAI , to me known, and known to me to
be the Financial Manager and Company Secretary of Bluebird Toys (UK) Limited,
the ASSIGNOR above named and acknowledged to me that he executed
the foregoing instrument on behalf of the said ASSIGNOR and
pursuant to authority duly received.



(SEAL)



NOTARY PUBLIC PETER BEECH

ATTESTED BY
PETER A. BEECH
Notary Public

4 BURLINGTON COURT,
SLOUGH. SL1 2JS ENGLAND

My Commission Expires - INDEFINITE

H:2539-002.LDM

RECORDED: 04/23/2001

TRADEMARK
REEL: 002289 FRAME: 0454