

05-18-2001

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04-30-2001

U.S. Patent & TMO/c/TM Mail Rpt/Dt. #01

U.S. Department of Commerce
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4.30.01

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- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

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- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other

Citizenship/State of Incorporation/Organization

05/17/01 001 LABELLER 00000083 801112 1893641
01 FEB 01 40.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:
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TRADEMARK

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Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1,893,641"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

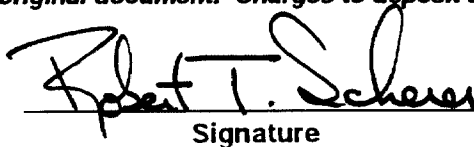
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Robert T. Scherer
Name of Person Signing


Signature

April 23, 2001
Date Signed

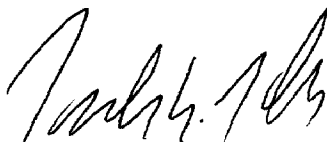
ASSIGNMENT

WHEREAS, KELLY PIONEER GROUP, INC., a New York corporation, with offices at 756 River Road, Fair Haven, New Jersey 07704 (hereinafter the "Assignor"), is the owner of the trademark BABY TALK and U.S. Registration No. 1,893,641, granted May 9, 1995, therefor (hereinafter referred to collectively as the "Mark");

WHEREAS THE PARENTING GROUP INC., a Delaware corporation, with offices at 1325 Avenue of the Americas, New York, New York 10019 (hereinafter the "Assignee"), is desirous of acquiring the Mark; and


NOW, THEREFORE, for \$1.00 and other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, the Assignor does hereby assign to the Assignee all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark.

KELLY PIONEER GROUP, INC.

By: 
Name: FRANK A. KELLY
Title: President

State of New York :
County of New York :
:SS

On the 14 day of March, 2001, before me personally came Frank Kelly, to me known, who, being by me duly sworn, did depose and say that he/she resides in Monmouth County, NJ; that he/she is the President of KELLY PIONEER GROUP, INC., the corporation described in and which executed the above instrument; and that he/she signed his/her name thereto by order of the Board of Directors of said corporation.


Notary Public

NOTARY PUBLIC
THOMAS J. O'CONNOR
COUNTY OF NASSAU, NEW YORK
01OC8001427
DATES 01/12/2000 TO 01/12/2002