

11/10103

11-13-2003



Docket No.:

695-0

102599013

Tab settings

To the Director of the United States Patent and Trademark Office. Please return the attached original documents or copy thereof.

1. Name of conveying party(ies):

Cradle Holdings, Inc.

- Individual(s)
- General Partnership
- Corporation-State **Delaware**
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies)  Yes  No

3. Nature of conveyance:

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

Execution Date: **October 30, 2003**

2. Name and address of receiving party(ies):

Name: **Cradle International GmbH**

Internal Address:

Street Address: **12 West 57th Street, 3rd Floor**

City: **New York** State: **NY** ZIP: **10019**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other **limited liability company - Switzerland**

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from Additional name(s) & address(es)  Yes  N

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

583,079	583,080	583,081
583,082	589,497	607,469
607,471	843,809	1,348,837

Additional numbers  Yes  No

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

Name: **A. Thomas Kammer, Esq.**

Internal Address: **Hoffmann & Baron, LLP**

Street Address: **6900 Jericho Turnpike**

City: **Syosset** State: **NY** ZIP: **11791**

6. Total number of applications and registrations involved:.....

9

7. Total fee (37 CFR 3.41):.....\$ **\$240.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-2461

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OPR/FINANCE

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.

**A. Thomas Kammer, Esq.**  
Name of Person Signing

*A. Thomas Kammer*  
Signature

**Nov 7, 2003**  
Date

Total number of pages including cover sheet, attachments, and

4

11/12/2003 ECOOPER 00000182 583079

01 FC:8521

02 FC 8522

Mail documents to be recorded with required cover sheet information to:  
Mail Stop Recordation Services  
Director of the United States Patent and Trademark Office  
P.O. Box 1450, Alexandria, VA 22313-1450

**TRADEMARK**  
**REEL: 002862 FRAME: 0723**

## ASSIGNMENT OF UNITED STATES TRADEMARKS

WHEREAS, CRADLE HOLDINGS, INC., a Delaware corporation having a place of business at 950 Tower Lane, Suite 1150, c/o Fox Paine & Company LLC, Foster City, CA 94404 and presently having a place of business at 12 West 57<sup>th</sup> Street, Third Floor, New York, New York 10019, U.S.A. (hereinafter "CRADLE HOLDINGS"), is the owner of the trademarks and the United States Trademark Registrations set forth on the attached Schedule A (hereinafter referred to as the "Trademarks");

WHEREAS, CRADLE INTERNATIONAL GmbH, a limited liability company organized under the laws of the Canton of Schaffhausen, Switzerland (hereinafter CRADLE INTERNATIONAL) and presently having a place of business in the United States at 12 West 57<sup>th</sup> Street, Third Floor, New York, New York 10019, U.S.A., is desirous of acquiring all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the registrations thereof set forth on the attached Schedule A; and

WHEREAS, it is desired that the assignment of the Trademarks listed on the attached Schedule A be made a matter of record in the United States Trademark Office,

NOW, THEREFORE, for good and valuable consideration, the full receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, CRADLE HOLDINGS hereby sells, assigns, transfers and conveys unto CRADLE INTERNATIONAL all of its right, title and interest in and to the Trademarks set forth on the attached Schedule A, including any choses in action relating to said Trademarks, claims for damages, profits and costs, both in equity and law, for any infringement or infringements of said Trademark rights accruing on or before the date of this Assignment, together with the goodwill of the business symbolized by the Trademarks, and including the registrations thereof as set forth on the attached Schedule A, and further, CRADLE HOLDINGS hereby covenants, agrees and undertakes to execute all applications, assignments, lawful oaths and any other papers which CRADLE INTERNATIONAL may deem necessary or desirable for securing to CRADLE

INTERNATIONAL or for maintaining for CRADLE INTERNATIONAL the Trademarks hereby assigned, all without further compensation to CRADLE HOLDINGS, at the sole cost and expense of CRADLE INTERNATIONAL.

CRADLE HOLDINGS, INC.

By: Philip Theiss  
Name: Philip Theiss  
Title: CFO

CRADLE INTERNATIONAL GMBH

By: Jane Terher  
Name: Jane Terher  
Title: President + COO

STATE OF NEW YORK )  
  )ss  
COUNTY OF NEW YORK )

BEFORE ME, the undersigned Notary Public, on this 30th day of October, 2003 personally appeared Philip Theiss and Jane Terher personally known to me or proven to me on the basis of satisfactory evidence) to be the person who executed the foregoing instrument as CFO and President/COO, respectively of CRADLE HOLDINGS, INC. and CRADLE INTERNATIONAL GMBH named, and acknowledged to me that the instrument was signed on behalf of said company pursuant to appropriate authority for the purposes therein set forth and intending that this instrument be recorded.

A. Thomas Kammer  
Notary Public in and for the State of New York

KAMMER A. THOMAS  
NOTARY PUBLIC, State of New York  
Printed or stamped name of notary  
Qualified in Nassau County  
Commission Expires 6-13-04

**SCHEDULE A**

<b>REGISTRATION NO.</b>	<b>MARK</b>	<b>REGISTRATION DATE</b>
583,079	PHELITYL (Stylized)	December 1, 1953
583,080	PHELITONE (Stylized)	December 1, 1953
583,081	DUO-PHASE (Stylized)	December 1, 1953
583,082	Design (Woman's Face)	December 1, 1953
589,497	SEA MUD (Stylized)	May 4, 1954
607,469	CONTROLLING (Stylized)	June 14, 1955
607,471	NORMALIZER SHAKE-IT (Stylized)	June 14, 1955
843,809	ERNO LASZLO	February 6, 1968
1,348,837	ERNO HYDRAPHEL LASZLO (Stylized)	July 16, 1985