

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tek Nek Toys International, Inc.		01/15/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Tek Nek Toys International, L.P.
Street Address:	612 E. Dallas Road
Internal Address:	Suite 300
City:	Grapevine
State/Country:	TEXAS
Postal Code:	76051
Entity Type:	PARTNERSHIP: TEXAS

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Serial Number:	75913056	ANIMAL CREW
Serial Number:	75709582	BIG DRIVER
Serial Number:	76376138	BUG ABOUTS
Serial Number:	76348114	BUTTERFLY GIRL
Serial Number:	76280732	COLORATION STATION
Serial Number:	76373067	DINO PUPPETS
Serial Number:	76409724	ELECTRONIC TALKING
Serial Number:	75913061	FUN ON THE FARM
Serial Number:	76107021	GLITTER GIRL
Serial Number:	76333444	GLOW FISH
Serial Number:	75667039	GREAT EXPRESS RAILROAD
Serial Number:	75667040	GREAT PLAINS RAILROAD
Serial Number:	76328918	JUNGLE PALS
Serial Number:	78139981	MERMAID HAPPY AS CAN BE

CH \$765.00 75913056

Serial Number:	75912999	METRO CONSTRUCTION
Serial Number:	76315676	MY FIRST PLAY & LEARN
Serial Number:	76376139	MY LIL' MOWER
Serial Number:	75932279	PLAY & LEARN
Serial Number:	75428375	PLAY & RIDE
Serial Number:	78199094	PLAY AROUND
Serial Number:	78196170	PLUSH PALS
Serial Number:	76205040	ROCKIN' TALKIN' PONY
Serial Number:	76393359	STYLESHOW
Serial Number:	78206565	TEDDY WEARS
Serial Number:	76372484	TEK NEK
Serial Number:	76372231	TEK NEK
Serial Number:	75428407	TEK NEK TOYS INTERNATIONAL, INC.
Serial Number:	76181703	TEK TRIKE
Serial Number:	75751348	TEK WORLD
Serial Number:	76333592	TOT ABOUT

CORRESPONDENCE DATA

Fax Number: (312)269-8869
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 312.346.8000
Email: jbrown@seyfarth.com
Correspondent Name: Jeffrey H. Brown
Address Line 1: Seyfarth Shaw LLP
Address Line 2: 55 East Monroe Street, Suite 4200
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	36934-9 TEK NEK TM ASSGN
NAME OF SUBMITTER:	Jeffrey H. Brown

Total Attachments: 5
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TRADEMARK ASSIGNMENT

WHEREAS, Assignor, Tek Nek Toys International, Inc., a Delaware corporation, is the owner of the trademarks listed on the attached Exhibit A (collectively the "Marks").

WHEREAS, Assignee, Tek Nek Toys International, L.P., a Texas limited partnership wishes to acquire the Marks and all right, title and interest thereto, and Assignor wishes to assign the Marks and all right, title and interest thereto Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged:

Effective as of January 15, 2004, Assignor does hereby assign unto Assignee, all right, including common law rights, title and interest, in the United States of America and all other countries in the world, in and to the Marks, together with the goodwill of the business symbolized by the Marks and the applications and registrations referenced in Exhibit A. Assignee is the successor to that portion of the business with which the Marks will be used, and such portion of the business is ongoing and existing. Assignor hereby covenants and agrees that, without further consideration, it will cooperate with Assignee to execute and deliver such other documents, and to do such further acts, as may be reasonably requested by Assignee to perfect, register and enforce Assignee's ownership of the Marks.

ASSIGNOR:

Tek Nek Toys International, Inc.

By: 

Name: Jerry Gibson

Title: President and CEO

ASSIGNEE:

Tek Nek Toys International, L.P.

By: 

Name: Jerry Gibson

Title: President and CEO

EXHIBIT A

CH3 1009372.1 / 36934-000009

TRADEMARK
REEL: 002865 FRAME: 0041

TEK-NEK TOYS TRADEMARK STATUS REPORT

Matter	Trademark	App. No.	Fil. Dt.	Reg. No.	Reg. Dt.	Status	CountryName
501800	ANIMAL CREW	75/913056	08-Feb-2000	2589276	02-Jul-2002	Registered	United States of America
500900	BIG DRIVER	75/709582	19-May-1999	2400972	31-Oct-2000	Registered	United States of America
503600	BUG ABOUTS	76/376138	22-Feb-2002			Published	United States of America
503400	BUTTERFLY GIRL	76/348114	12-Dec-2001	2621224	17-Sep-2002	Registered	United States of America
505400	COLORATION STATION	76/280732	05-Jul-2001			Published	United States of America
503900	DINO PUPPETS	76/373067	19-Feb-2002	2730503	24-Jun-2003	Registered	United States of America
506500	ELECTRONIC TALKING	76/409724	17-May-2002	2783393	11-Nov-2003	Registered	United States of America
501600	FUN ON THE FARM	75/913061	08-Feb-2000	2700794	25-Mar-2003	Registered	United States of America
502500	GLITTER GIRL	76/107021	10-Aug-2000	2742921	29-Jul-2003	Registered	United States of America
503100	GLOW FISH	76/333444	02-Nov-2001	2728343	17-Jun-2003	Registered	United States of America
508000	GREAT EXPRESS RAILROAD	75/667039	24-Mar-1999	2451740	15-May-2001	Registered	United States of America
607000	GREAT PLAINS RAILROAD	75/667040	24-Mar-1999	2470279	17-Jul-2001	Registered	United States of America
502900	JUNGLE PALS	76/328918	23-Oct-2001	2725588	10-Jun-2003	Registered	United States of America
506900	MERMAID HAPPY AS CAN BE	78/139981	28-Jun-2002	2799307	23-Dec-2003	Registered	United States of America

Trademark Status Report
 Tuesday, April 20, 2004

<i>Matter</i>	<i>Trademark</i>	<i>App. No.</i>	<i>Fil. Dt.</i>	<i>Reg. No.</i>	<i>Reg. Dt.</i>	<i>Status</i>	<i>CountryName</i>
501700	METRO CONSTRUCTION	75/912999	08-Feb-2000	2678600	21-Jan-2003	Registered	United States of America
500800	MY FIRST PLAY AND LEARN	76/315676	21-Sep-2001			Published	United States of America
504200	MY LIL' MOWER	76/376139	22-Feb-2002	2778459	28-Oct-2003	Registered	United States of America
502100	PLAY & LEARN	75/932279	01-Mar-2000	2587233	02-Jul-2002	Registered	United States of America
500400	PLAY & RIDE	75/428375	03-Feb-1998	2207340	01-Dec-1998	Registered	United States of America
508400	PLAY AROUND	78/199094	31-Dec-2002			Published	United States of America
508700	PLUSH PALS	78/196170	18-Dec-2002	2775881	21-Oct-2003	Registered	United States of America
505000	ROCKIN' TALKIN' PONY	76/205040	05-Feb-2001			Published	United States of America
506200	STYLESHOW	76/393359	10-Apr-2002	2757305	26-Aug-2003	Registered	United States of America
509500	TEDDY WEARS	78/206565	23-Jan-2003			Published	United States of America
507301	TEK NEK & DESIGN	942181	03-Feb-2003			Published	Australia
504401	TEK NEK & DESIGN	1132101	22-Feb-2002			Pending	Canada
500500	TEK NEK & DESIGN	76/372484	19-Feb-2002	2736083	15-Jul-2003	Registered	United States of America
507201	TEK NEK & DESIGN	2003-000208	13-Jan-2003			Published	Venezuela
504300	TEK NEK (STYLIZED)	76/372231	19-Feb-2002	2736082	15-Jul-2003	Registered	United States of America
500300	TEK NEK TOYS INTERNATIONAL, INC.	75/428407	03-Feb-1998	2209209	08-Dec-1998	Registered	United States of America

U.S. PATENT AND TRADEMARK OFFICE
 Tuesday, April 20, 2004

<i>Matter</i>	<i>Trademark</i>	<i>App. No.</i>	<i>Fil. Dt.</i>	<i>Reg. No.</i>	<i>Reg. Dt.</i>	<i>Status</i>	<i>CountryName</i>
504500	TEK TRIKE	76/181703	15-Dec-2000			Pending	United States of America
501000	TEK WORLD	75/751348	28-Jun-1999	2605233	06-Aug-2002	Registered	United States of America
503000	TOT ABOUT	76/333592	02-Nov-2001	2698627	18-Mar-2003	Registered	United States of America