

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Hobby Products International, Inc.		07/29/2005	CORPORATION:

RECEIVING PARTY DATA

Name:	Hobby Products International Holdings, Inc.
Street Address:	70 Icon
City:	Foothill Ranch
State/Country:	CALIFORNIA
Postal Code:	92610
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	2457013	HPI RACING
Registration Number:	2457014	RS4
Registration Number:	2907272	RADIO CONTROL FLYER
Registration Number:	2907271	RC FLYER
Registration Number:	2905350	RC DRIVER
Serial Number:	78275033	FLY RC
Serial Number:	78484338	HOT BODIES
Serial Number:	78484344	LIGHTNING
Serial Number:	78519240	MINIZILLA
Serial Number:	78484347	TRUCKZILLA

CORRESPONDENCE DATA

Fax Number: (949)760-9502
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 949-760-0404

CH \$265.00 2457013

Email: efilings@kmob.com
Correspondent Name: Jeffrey L. Van Hoosear
Address Line 1: Knobbe, Martens, Olson & Bear LLP
Address Line 2: 2040 Main Street, Fourteenth Floor
Address Line 4: Irvine, CALIFORNIA 92614

NAME OF SUBMITTER:	Jeffrey L. Van Hoosear
Signature:	/JVH/
Date:	08/03/2005

Total Attachments: 2
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CONFIRMATION OF ASSIGNMENT AND TRADEMARK ASSIGNMENT

This Confirmation of Assignment and Trademark Assignment (hereinafter referred to as "Assignment") is effective as of JANUARY 1, 2005, by and between HOBBY PRODUCTS INTERNATIONAL, INC., a California corporation having a place of business at 70 Icon, Foothill Ranch, California 92610 (hereinafter referred to as "ASSIGNOR"), and HOBBY PRODUCTS INTERNATIONAL HOLDINGS, INC., a California corporation having a place of business at 70 Icon, Foothill Ranch, California 92610 (hereinafter referred to as "ASSIGNEE").

WHEREAS, ASSIGNOR adopted, and to the best of its knowledge and belief, was the owner of the trademarks listed in Schedule A, attached hereto and incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, causes of action, and the right to recover for past infringement (hereinafter collectively referred to as "Trademarks") worldwide;

WHEREAS, ASSIGNOR is the owner of the federal trademark registrations relating to the Trademarks listed in Schedule B and federal trademark applications to the Trademarks listed in Schedule C, attached hereto and incorporated herein by reference (hereinafter collectively referred to as "Applications and Registrations");

WHEREAS, on January 1, 2005 ASSIGNEE did acquire all assets of ASSIGNOR, including all of its trademarks and all rights, title, and interest therein, (including all rights, title and interest in the Trademarks and Applications and Registrations; and

WHEREAS, ASSIGNOR and ASSIGNEE desire to confirm that assignment;

NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR confirms that it did, and hereby does, assign and sell to ASSIGNEE all rights, title, and interest as ASSIGNOR may possess in and to the following:

- (1) all of its trademarks;
- (2) the Trademarks set forth in Schedule A; and
- (3) the Registrations set forth in Schedule B;
- (4) the Applications set forth in Schedule C;

together with the goodwill symbolized by said trademarks, Trademarks and Applications and Registrations, and that portion of Assignor's business to which the trademarks and Trademarks pertain, concurrent with the transfer of certain tangible assets as indicia of said goodwill.

Date: 7/29/05

Hobby Products International, Inc.

By: 

Name: Tatzuro Watanabe

Title: Chairman & CEO

Date: 7/29/05

Hobby Products International Holdings, Inc.

By: 

Name: Yuka George

Title: Secretary

SCHEDULES TO TRADEMARK ASSIGNMENT

SCHEDULE A

FLY RC
HOT BODIES
HPI RACING
LIGHTNING
MINIZILLA
RADIO CONTROL FLYER
RC DRIVER
RC FLYER
RS4
TRUCKZILLA

SCHEDULE B

Federal Trademark Registrations:

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>INTL. CLASS</u>
HPI RACING	2,457,013	June 5, 2001	28
RS4	2,457,014	June 5, 2001	28
RADIO CONTROL FLYER	2,907,272	November 30, 2004	41
RC FLYER	2,907,271	November 30, 2004	41
RC DRIVER	2,905,350	November 23, 2004	41

SCHEDULE C

Federal Trademark Applications:

<u>MARK</u>	<u>APP. NO.</u>	<u>APP. DATE</u>	<u>INTL. CLASS</u>
FLY RC	78/275,033	July 16, 2003	41
HOT BODIES	78/484,338	September 15, 2004	22
LIGHTNING	78/484,344	September 15, 2004	22
MINIZILLA	78/519,240	November 18, 2004	22
TRUCKZILLA	78/484,347	September 15, 2004	22

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