

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	CORRECTIVE ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Corrective Assignment to correct the OUR FOUNDING TEDDY REGISTRATION NUMBER 2474715 previously recorded on Reel 003090 Frame 0682. Assignor(s) hereby confirms the WINNERS CIRCLE REGISTRATION NUMBER 2474715.

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Build-A-Bear Retail Management, Inc.		08/02/2006	CORPORATION:

**RECEIVING PARTY DATA**

<b>Name:</b>	Festival Fun Parks, LLC
<b>Doing Business As:</b>	DBA Palace Entertainment
<b>Street Address:</b>	18300 Von Karman, Suite 900
<b>City:</b>	Irvine
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	92612
<b>Entity Type:</b>	CORPORATION:

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2474715	WINNERS CIRCLE

**CORRESPONDENCE DATA**

Fax Number: (314)423-8188  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: lynn@buildabear.com  
 Correspondent Name: Carolyn Hacker  
 Address Line 1: 1954 Innerbelt Business Center Drive  
 Address Line 4: St. Louis, MISSOURI 63114-5760

<b>NAME OF SUBMITTER:</b>	Carolyn Hacker
<b>Signature:</b>	/carolyn hacker/

OP \$40.00 2474715

Date:

08/02/2006

**Total Attachments: 45**

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12-15-2004

Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)

REC'D



U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

MRD 12-13-04

102902431

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

1. Name of conveying party(ies):  
Build-A-Bear Workshop, Inc.

Individual(s)       Association  
 General Partnership     Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_

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

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3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement     Change of Name  
 Other \_\_\_\_\_

Execution Date: November 23, 2003

2. Name and address of receiving party(ies)  
 Name: Build-A-Bear Retail Management, Inc.  
 Internal Address: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 Street Address: 1954 Innerbelt Business Center Drive  
 City: St. Louis State: MO Zip: 63114-5760

Individual(s) Citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Delaware  
 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

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

A. Trademark Application No.(s)  
76/074683

B. Trademark Registration No.(s)

RECORDED  
DEC 13 2004  
OPR/FIN/ALC

Additional number(s) attached  Yes  No

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

Name: Carolyn Hacker  
 Internal Address: Build-A-Bear Workshop, Inc.  
 Street Address: 1954 Innerbelt Business Center Drive  
 City: St. Louis State: MO Zip: 63114

6. Total number of applications and registrations involved: 208

7. Total fee (37 CFR 3.41) \$5215.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

(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.*

Carolyn Hacker      Carolyn Hacker      12/13/2004  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments and document 45

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

TRADEMARK  
REEL: 003360 FRAME: 0319

## PENDING APPLICATIONS

MARK	SN	STATUS	FILED
A BOOK STUFFED WITH MEMBEARIES	78/074,663	PENDING	7/19/2001
ACCESSORIZE ME	78/320,713	PENDING	10/30/2003
ALL THE STUFF BEST FRIENDS SHARE	78/113,005	PENDING	3/6/2002
ALL THE STUFF BEST FRIENDS SHARE	78/113,300	PENDING	3/7/2002
ALL THE STUFF BEST FRIENDS SHARE	78/113,275	PENDING	3/7/2002
BEAR STUFF	75/835,815	PENDING	10/28/1999
BEARISM	75/335,759	PENDING	8/4/1997
BEARTIFICATE	78/133,924	PENDING	6/7/2002
BEARY LIMITED	78/120,730	PENDING	4/10/2002
BEE MINE	78/320,749	PENDING	10/30/2003
BUILD-A-BABY BEAR WORKSHOP	78/234,574	PENDING	4/7/2003
BUILD-A-BEAR FRIENDSHOP	78/079,558	PENDING	8/16/2001
BUILD-A-BEAR FRIENDSHOP	78/127,761	PENDING	5/10/2002
BUILD-A-BEAR FRIENDSHOP	78/261,417	PENDING	6/12/2003
BUILD-A-BUG	75/557,108	PENDING	9/21/1998
BUILD-A-CARD	78/097,892	PENDING	12/12/2001
BUILD-A-CARD	78/097,862	PENDING	12/12/2001
BUILD-A-FRIENDSHIP	78/079,579	PENDING	8/16/2001
BUILD-A-GREETING	78/111,632	PENDING	2/28/2002
BUILD-A-GREETING	78/111,638	PENDING	2/28/2002
BUILD-A-PET	76/005,490	PENDING	3/20/2000
BUILD-A-PUPPY	76/005,489	PENDING	3/20/2000
CHARMOLOGY	78/308,391	PENDING	10/2/2003
CHARMOLOGY	78/308,408	PENDING	10/2/2003
CHOOSE ME HEAR ME STUFF ME STITCH ME FLUFF ME DRESS ME NAME ME TAKE ME HOME	78/168,999	PENDING	9/28/2002
CHOOSE ME STUFF ME LOVE ME	78/320,693	PENDING	10/30/2003
CLOTHES HANGER DESIGN	76/351,071	PENDING	12/20/2001
CUBGRATULATIONS	78/083,588	PENDING	9/12/2001
CURLY GRAM	78/116,817	PENDING	3/22/2002
CURLY GRAM	78/116,821	PENDING	3/22/2002
DOLL STUFF	78/320,779	PENDING	10/30/2003
FIT EVERY OCCASION TO A "T"	78/256,286	PENDING	5/30/2003
FLUFFED, STUFFED & FURBULOUS	78/111,434	PENDING	2/27/2002
FRIENDSHOP	78/104,374	PENDING	1/23/2002
FRIENDSHOP	78/104,355	PENDING	1/23/2002
FRIENDSHOP	78/104,372	PENDING	1/23/2002
FUR SHUI	76/264,422	PENDING	5/30/2001
FUR SHUI	76/264,423	PENDING	5/30/2001
HAPPY BEARTHDAY	78/086,736	PENDING	10/3/2001
HAPPY BEARTHDAY	78/083,535	PENDING	9/12/2001
HEART IN BEAR TRADE DRESS	75/434,462	PENDING	2/13/1998
INSIDE IS OUT THERE	78/228,935	PENDING	3/24/2003
INSIDE IS OUT THERE	78/228,927	PENDING	3/24/2003
LIFE, LIBERTY AND THE RIGHT TO HUGS	76/196,232	PENDING	1/18/2001
NIKKI'S NETWORK	78/248,331	PENDING	5/12/2003

MARK	SN	STATUS	FILED
NUMBEAR	75/873,244	PENDING	12/17/1999
NUMBEAROLOGY	76/138,836	PENDING	10/2/2000
PAWLETTE COUFUR	76/457,608	PENDING	10/11/2002
PAWSITIVE AFFIRMATIONS	78/133,916	PENDING	6/7/2002
SAY IT WITH HEART	78/133,919	PENDING	6/7/2002
SHOE HANGER DESIGN	76/351,893	PENDING	12/20/2001
TEDDY BEAR CENTENNIAL	75/587,559	PENDING	11/12/1998
TERMS OF ENBEARMENT	78/128,127	PENDING	5/13/2002
TERMS OF ENBEARMENT	78/125,202	PENDING	4/30/2002
T-GREETINGS	78/256,211	PENDING	5/30/2003
WORLD BEARNET	78/320,728	PENDING	10/30/2003
WORLDWIDE CUB CLUB	78/080,969	PENDING	8/24/2001
WORLDWIDE CUB CLUB	78/080,973	PENDING	8/24/2001

## REGISTRATIONS

MARK	SN	RN	STATUS	FILED	REG DATE
A PAWSITIVELY FUN FAMILY EXPERIENCE	75/711,771	2,329,718	REGISTERED	5/21/1999	3/14/2000
AIR BATH DESIGN	75/438,439	2,564,834	REGISTERED	2/23/1998	4/30/2002
ALL THE BUZZ THAT'S BROUGHT TO BEAR	76/341,288	2,621,134	REGISTERED	11/21/2001	9/17/2002
AUDIO SOUND STATION DESIGN	75/434,463	2,653,024	REGISTERED	2/13/1998	11/26/2002
BABW	75/899,146	2,553,637	REGISTERED	1/20/2000	3/26/2002
BABW HEART & PAWPRINT DESIGN	75/899,148	2,742,586	REGISTERED	1/20/2000	7/29/2003
AMAZING BEARLIN	75/763,895	2,418,454	REGISTERED	7/26/1999	1/2/2001
BEAR BUCKS	75/497,034	2,683,924	REGISTERED	6/5/1998	2/4/2003
BEAR BUCK\$	78/169,267	2,787,672	REGISTERED	2/3/2003	11/25/2003
BEAR BUNK TRUNK	78/210,047	2,813,030	REGISTERED	2/3/2003	2/10/2004
BEAR BUNGALOW	78/099,194	2,645,921	REGISTERED	12/19/2001	11/5/2002
BEAR HEAD DESIGN	75/505,792	2,344,561	REGISTERED	6/17/1998	4/25/2000
BEAR HEAD DESIGN	76/457,609	2,835,988	REGISTERED	10/11/2002	4/27/2004
BEAR REPAIR HOSPITAL	75/764,120	2,709,652	REGISTERED	7/22/1999	4/22/2003
BEAR STUFF	78/104,534	2,649,643	REGISTERED	1/24/2002	11/12/2002
BEAR STUFF CLEANER	76/147,522	2,613,353	REGISTERED	10/13/2000	8/27/2002
BEAR UNIVERSITY	75/430,593	2,810,833	REGISTERED	2/9/1998	2/3/2004
BEARARMOIRE	75/776,418	2,500,840	REGISTERED	8/16/1999	10/23/2001
BEARARMOIRE DESIGN	75/982,363	2,845,203	REGISTERED	8/17/1999	5/25/2004
BEARARMOIRE DESIGN	75/782,914	2,845,134	REGISTERED	8/17/1999	5/25/2004
BEAR-A-LOG	75/723,826	2,742,390	REGISTERED	6/7/1999	7/29/2003
BEAREMY	75/591,251	2,588,823	REGISTERED	11/18/1998	7/2/2002
BEAREMY	75/829,777	2,385,610	REGISTERED	10/18/1999	9/12/2000
BEAREMY BUCKS	76/242,029	2,552,460	REGISTERED	4/18/2001	3/26/2002
BEAREMY'S BEARTHDAY BASH	78/186,645	2,862,535	REGISTERED	11/19/2002	7/13/2004
BEAREMY'S BOOK CLUB	78/164,358	2,742,050	REGISTERED	9/16/2002	7/29/2003
BEAREMY'S KENNEL PALS	76/264,419	2,767,510	REGISTERED	5/30/2001	9/23/2003
BEAREMY'S PAW PENS	78/141,382	2,789,846	REGISTERED	7/4/2002	12/2/2003
BEARIMONY	78/139,807	2,856,789	REGISTERED	6/28/2002	6/22/2004
BEARISH	75/919,795	2,798,109	REGISTERED	2/15/2000	12/23/2003
BEARRIFIC	75/862,178	2,863,017	REGISTERED	12/1/1999	7/13/2004
BEARTH CERTIFICATE	75/086,226	2,050,734	REGISTERED	4/10/1996	4/8/1997
BEARY IMPORTANT GUEST	76/163,445	2,727,704	REGISTERED	11/9/2000	6/17/2003
BEARY LOVED	78/083,598	2,733,408	REGISTERED	9/12/2001	7/1/2003
BEARY LOVED	78/080,720	2,740,795	REGISTERED	8/23/2001	7/22/2003
BEARY LUCKY CASINO	75/809,839	2,618,585	REGISTERED	9/28/1999	9/10/2002
BEARY NEWSWORTHY	75/245,814	2,364,847	REGISTERED	2/18/1997	7/4/2000
BEARY TURF SHOE	76/291,329	2,567,345	REGISTERED	7/26/2001	5/7/2002
BEARYJANE	76/291,330	2,532,203	REGISTERED	7/26/2001	1/22/2002
BROWSE-A-BEAR	75/835,823	2,483,521	REGISTERED	10/28/1999	8/28/2001
BUILD-A-BEAR WORKSHOP	75/245,812	2,756,424	REGISTERED	2/18/1997	8/26/2003
BUILD-A-BEAR WORKSHOP	75/980,097	2,553,748	REGISTERED	2/18/1997	3/26/2002
BUILD-A-BEAR WORKSHOP & Design	75/980,764	2,598,778	REGISTERED	6/2/1997	7/23/2002
BUILD-A-BEAR WORKSHOP & Medallion Design	75/983,075	2,633,892	REGISTERED	12/29/1999	10/15/2002
BUILDABEAR.COM	78/248,440	2,884,223	REGISTERED	5/12/2003	9/14/2004
BUILD-A-DOLL WORKSHOP	75/272,137	2,800,542	REGISTERED	5/10/1997	12/30/2003

MARK	SN	RN	STATUS	FILED	REG DATE
BUILD-A-GRAM	75/443,984	2,430,233	REGISTERED	3/3/1998	2/20/2001
BUILD-A-MONSTER	78/092,317	2,690,978	REGISTERED	11/8/2001	2/25/2003
BUILD-A-PARTY	75/426,819	2,411,678	REGISTERED	2/2/1998	12/12/2000
BUILD-A-SMILE	75/576,840	2,838,898	REGISTERED	10/23/1998	5/4/2004
BUILD-A-SONG	78/097,847	2,745,130	REGISTERED	12/12/2001	7/29/2003
BUILD-A-SOUND	75/927,529	2,750,746	REGISTERED	2/25/2000	8/12/2003
BUILD-A-SPIRIT	75/480,177	2,598,255	REGISTERED	5/6/1998	7/23/2002
BUILD-A-WISH	78/188,486	2,786,503	REGISTERED	11/25/2002	11/25/2003
BUTTON DESIGN	75/438,438	2,606,265	REGISTERED	2/23/1998	8/13/2002
BUTTON WALL WITH SPOOL DESIGN	75/434,466	2,551,431	REGISTERED	2/13/1998	3/28/2002
BUY STUFF CLUB	75/430,595	2,217,419	REGISTERED	2/9/1998	1/12/1999
CASH COUNTER DESIGN	75/438,038	2,603,267	REGISTERED	2/20/1998	8/6/2002
CHOOSE ME HEAR ME STUFF ME STITCH ME FLUFF ME NAME ME DRESS ME TAKE ME HOME	76/153,966	2,506,351	REGISTERED	10/25/2000	11/13/2001
CHOOSE ME STUFF ME STITCH ME FLUFF ME DRESS ME TAKE ME HOME & Design	75/434,466	2,339,717	REGISTERED	2/13/1998	4/11/2000
CHOOSE ME, STUFF ME, STITCH ME, FLUFF ME, DRESS ME, HEAR ME, NAME ME, TAKE ME HOME	75/674,299	2,842,051	REGISTERED	3/20/1999	5/18/2004
CHUBBY CUBBY	75/478,410	2,242,862	REGISTERED	5/1/1998	5/4/1999
COLLECTIBEAN	75/253,366	2,285,982	REGISTERED	3/7/1997	10/12/1999
COLLECTIBEAR	75/255,282	2,357,948	REGISTERED	3/11/1997	6/13/2000
COLLECTIBUNNY	75/255,283	2,383,553	REGISTERED	3/11/1997	9/5/2000
COMFY STUFF CARRIER	78/080,714	2,789,714	REGISTERED	8/23/2001	12/2/2003
COMFY STUFF FUR-NITURE	78/079,301	2,843,811	REGISTERED	8/15/2001	5/18/2004
CONDO HUGGER	78/169,240	2,787,670	REGISTERED	9/30/2002	11/25/2003
CORBEARATE	76/232,538	2,602,701	REGISTERED	3/29/2001	7/30/2002
CORBEARATE	76/232,539	2,795,408	REGISTERED	3/29/2001	12/16/2003
CUB CASH	76/110,408	2,712,530	REGISTERED	8/14/2000	5/6/2003
CUB CONDO	75/389,038	2,286,392	REGISTERED	11/12/1997	10/12/1999
CUB CONDO DESIGN	75/444,741	2,351,181	REGISTERED	3/4/1998	5/23/2000
CUB CONDO DESIGN	75/657,901	2,508,487	REGISTERED	3/10/1999	11/20/2001
CUBCASE	76/264,418	2,650,546	REGISTERED	5/30/2001	11/12/2002
CUBCASE DESIGN	76/297,007	2,824,374	REGISTERED	8/9/2001	3/23/2004
EMOTIBEARS	78/097,909	2,707,124	REGISTERED	12/12/2001	4/15/2003
FIND-A-BEAR	75/266,154	2,279,762	REGISTERED	3/31/1997	9/21/1999
FLUFFIT & STUFFIT	75/656,978	2,652,188	REGISTERED	3/1/1999	11/19/2002
FRIENDS 2B MADE	78/301,093	2,879,654	REGISTERED	9/16/2003	8/31/2004
FRIENDS 2B MADE	75/657,902	2,854,031	REGISTERED	3/10/1999	6/15/2004
FURTON	76/184,121	2,701,064	REGISTERED	12/20/2000	3/25/2003
HAPPY ANNIBEARSARY	78/083,616	2,735,644	REGISTERED	9/12/2001	7/8/2003
HEART & PAWPRINT DESIGN	76/066,616	2,735,147	REGISTERED	6/8/2000	7/8/2003
HEART IN BEAR STORE FIXTURE	75/566,040	2,649,756	REGISTERED	10/7/1998	11/12/2002
HEART STUFF & Design	75/744,587	2,399,648	REGISTERED	7/7/1999	10/31/2000
HIBERNITIES	75/388,006	2,421,714	REGISTERED	1/11/1997	1/16/2001
HONEYCARD	78/097,914	2,618,426	REGISTERED	12/12/2001	9/10/2002
HOPEFUL WISHES TEDDY	78/085,741	2,576,637	REGISTERED	9/26/2001	5/7/2002
HUG FREELY	78/086,891	2,672,233	REGISTERED	10/3/2001	1/7/2003
HUG FREELY	78/086,686	2,669,221	REGISTERED	10/3/2001	12/31/2002

MARK	SN	RN	STATUS	FILED	REG DATE
HUGDAY	75/623,042	2,663,590	REGISTERED	1/15/1999	12/17/2002
JELLI BEARS	75/876,452	2,729,572	REGISTERED	12/20/1999	6/24/2003
JOYFUL BUNNY	78/127,232	2,752,997	REGISTERED	5/8/2002	8/19/2003
KISSES FUR YOU	78/133,933	2,745,311	REGISTERED	6/7/2002	7/29/2003
KOOKY SPOOKY BEAR BASH	78/169,257	2,787,671	REGISTERED	9/30/2002	11/25/2003
KUDDLY KOALA	75/874,494	2,500,951	REGISTERED	12/17/1999	10/23/2001
LIBEARY	76/183,627	2,714,209	REGISTERED	12/19/2000	5/6/2003
LIBEARY	75/255,285	2,659,743	REGISTERED	3/11/1997	12/10/2002
LIL CUB	75/580,289	2,298,153	REGISTERED	10/30/1998	12/7/1999
LIL LUCK CUB	78/093,562	2,664,696	REGISTERED	11/15/2001	12/17/2002
LIL O' CUB	75/874,227	2,497,717	REGISTERED	12/17/1999	10/16/2001
LOVE IS THE STUFF INSIDE	76/242,030	2,510,460	REGISTERED	4/19/2001	11/20/2001
LOVE STUFF HEADQUARTERS	75/611,263	2,455,943	REGISTERED	12/23/1998	5/29/2001
LUCK O' THE BEARISH	78/113,330	2,666,683	REGISTERED	3/7/2002	12/24/2002
LUCKY KITTY	75/801,851	2,474,340	REGISTERED	9/9/1999	7/31/2001
MADAME DU BEAR	75/835,819	2,500,890	REGISTERED	10/28/1999	10/23/2001
MAKING FRIENDS THAT MAKE A DIFFERENCE	78/118,779	2,593,815	REGISTERED	8/29/2000	7/18/2002
MEMBEARS	75/609,551	2,737,011	REGISTERED	12/21/1998	7/15/2003
MESSAGE HUGGER	78/169,251	2,823,137	REGISTERED	9/30/2002	3/16/2004
OUR FOUNDING TEDDY	76/110,498	2,474,715	REGISTERED	8/16/2000	7/31/2001
PAW SIZER	78/125,181	2,766,772	REGISTERED	4/30/2002	9/23/2003
PAW WEAR	78/104,588	2,907,171	REGISTERED	1/24/2002	11/30/2004
PAW-CYCLE	78/104,489	2,765,702	REGISTERED	1/24/2002	9/16/2003
PAWGO STICK	78/104,494	2,748,855	REGISTERED	1/24/2002	8/5/2003
PAWLETTE COUFUR	76/457,610	2,808,048	REGISTERED	10/11/2002	1/27/2004
PAWLETTE COUFUR	76/174,537	2,889,524	REGISTERED	12/4/2000	9/28/2004
PAWLETTE'S PAW PENS	78/164,390	2,789,881	REGISTERED	9/16/2002	12/2/2003
PERKY PENGUIN	75/801,850	2,500,870	REGISTERED	9/9/1999	10/23/2001
READ TEDDY	78/267,390	2,843,263	REGISTERED	6/26/2003	5/18/2004
ROLY POLY PANDA	75/555,669	2,325,655	REGISTERED	9/18/1998	3/7/2000
SAY IT WITH SOUND	78/188,522	2,801,525	REGISTERED	11/25/2002	12/30/2003
SCOOTFUR	76/153,829	2,524,745	REGISTERED	10/25/2000	1/1/2002
SEAL OF PAWTHENTICITY	76/297,005	2,582,031	REGISTERED	8/9/2001	6/18/2002
SEWING COLUMN DESIGN	75/379,668	2,552,926	REGISTERED	10/27/1997	3/26/2002
SPOOL & TREE DESIGN	78/191,904	2,874,300	REGISTERED	12/6/2002	8/17/2004
SPOOL DESIGN	75/434,464	2,353,089	REGISTERED	2/13/1998	5/30/2000
STITCHED WITH LOVE	75/351,922	2,476,044	REGISTERED	9/4/1997	8/7/2001
STORE FRONT DESIGN (1 Sentry - No Medallion)	78/239,473	2,889,037	REGISTERED	4/18/2003	9/28/2004
STORE FRONT DESIGN (2 SENTRY)	75/379,674	2,428,666	REGISTERED	10/27/1997	2/13/2001
STORE FRONT DESIGN (2 SENTRY)	75/379,674	2,428,666	REGISTERED	10/27/1997	2/13/2001
STUFFED WITH HUGS AND GOOD WISHES	75/866,045	2,489,096	REGISTERED	12/6/1999	9/11/2001
STUFFING COLUMN DESIGN	75/379,653	2,559,105	REGISTERED	10/27/1997	4/9/2002
STUFFITERIA	78/212,060	2,800,447	REGISTERED	2/7/2003	12/30/2003
TEDDYOLOGY	75/255,284	2,355,598	REGISTERED	3/11/1997	6/6/2000
THE BEAR PROMISE	78/169,807	2,747,394	REGISTERED	10/1/2002	8/5/2003
THE BEARY BEGINNING	78/074,670	2,851,810	REGISTERED	7/19/2001	6/8/2004
TOY FURNITURE CARRIER DESIGN (Comfy Stuff Carrier)	76/329,450	2,741,107	REGISTERED	10/24/2001	7/29/2003



MARK	SN	RN	STATUS	FILED	REG DATE
TRAVELING TEDDY	78/075,630	2,669,191	REGISTERED	7/25/2001	12/31/2002
TRAVELING TEDDY	75/664,633	2,729,448	REGISTERED	3/17/1999	6/24/2003
UNDIBEARS	76/245,598	2,586,617	REGISTERED	4/24/2001	6/25/2002
UNITED FOR THE PAWS	75/982,495	2,625,899	REGISTERED	4/10/2000	9/24/2002
WHAT'S A BEAR TO WEAR	78/133,910	2,835,384	REGISTERED	6/7/2002	4/20/2004
WHERE BEST FRIENDS ARE MADE	75/247,417	2,612,934	REGISTERED	2/25/1997	8/27/2002
WHERE BEST FRIENDS ARE MADE	75/981,091	2,602,016	REGISTERED	2/25/1997	7/30/2002
WHERE BEST FRIENDS FIND COMFY STUFF	76/260,229	2,722,224	REGISTERED	5/17/2001	6/3/2003
WHERE BEST GIFTS ARE MADE	78/261,456	2,899,646	REGISTERED	6/12/2003	11/2/2004
WHERE SPECIAL MEMORIES ARE MADE	75/831,936	2,747,635	REGISTERED	10/27/1999	8/5/2003
WORKSHOP	78/118,654	2,830,770	REGISTERED	4/1/2002	4/6/2004
ZIPPER COLUMN DESIGN	75/379,554	2,556,306	REGISTERED	10/27/1997	4/2/2002

**AMENDMENT NO. 1 TO**  
**AMENDED AND RESTATED**  
**FRANCHISE AND INTELLECTUAL PROPERTY LICENSE AGREEMENT**

This Amendment No. 1 to Amended and Restated Franchise and Intellectual Property License Agreement ("Amendment") is entered into and made on the \_\_\_\_\_ day of July, 2004, by and among Build-A-Bear Workshop, Inc., a Delaware corporation ("BABW"), Build-A-Bear Retail Management, Inc., a Delaware corporation ("BABR"), and Build-A-Bear Workshop Franchise Holdings, Inc., a Delaware corporation ("Franchise Holdings"). To reflect the parties' respective intentions, the effective date of this Amendment shall be deemed to be November 23, 2003 (the "Effective Date").

**W I T N E S S E T H**

WHEREAS, BABR is a wholly-owned subsidiary of BABW formed for the purpose of engaging in the business of purchasing materials and supplies used in the making of stuffed animals and providing management, workshop operations, marketing, logistics, development, coaching and vendor relations, information technology, human resources, finance, corporate tax, accounting and other administrative services;

WHEREAS, BABW will remain in the business of owning and operating an interactive entertainment retail business for the customization of stuffed animals with the assistance of its customers, including, without limitation, operation of the Build-A-Bear Workshop Web store, hiring and employment of store employees and national and territory managers and other activities relating to the retail operations;

WHEREAS, BABW and Franchise Holdings have previously entered into that certain Amended and Restated Franchise and Intellectual Property License Agreement, dated as of May 2, 2003 (the "Restated Agreement"; capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Restated Agreement) pursuant to which Franchise Holdings obtained the right to franchise and to sub-license franchisees to operate BABW's retail businesses, and Licensor granted Franchise Holdings such rights subject to the terms and conditions of such Agreement; and

WHEREAS, in connection with effecting BABW's "contract retailer reorganization" the parties desire to enter into this Amendment to the Restated Agreement on the terms and conditions set forth herein.

NOW, THEREFORE, in consideration of the premises and of the mutual covenants hereinafter set forth, BABW, BABR and Franchise Holdings, each intending to be legally bound, do hereby respectively grant, covenant, and agree as follows:

1. Section 1.11 of the Restated Agreement is hereby amended to read in its entirety as follows:

"1.11 "Territory" is worldwide, but exclusive of (i) the United States of America, its territories and possessions (including Puerto Rico) and (ii) Canada."

2. The parties acknowledge that, pursuant to (a) a certain Capital Contribution Agreement between BABR and BABW, and (b) a certain Assignment (the "Assignment") between BABR and BABW, in each case effective as of November 23, 2003, BABW assigned certain of the Intellectual Property Rights of BABW (the "Assigned Intellectual Property Rights"), although the Licensed Trademarks are not included in the Assigned Intellectual Property Rights and have not been assigned to BABR under the Assignment, but remain the property of BABW. BABR acknowledges that all Assigned Intellectual Property Rights that were subject to the terms of the Restated Agreement prior to said Assignment are and remain subject to the Restated Agreement and the terms and conditions set forth therein. BABR and BABW shall cooperate in the exercise of the rights afforded to the Licensor under the Restated Agreement. The parties acknowledge (i) that BABW and BABR shall each be considered the respective "Licensor" under the Restated Agreement with respect to any Intellectual Property Rights in the Territory owned or acquired by such party during the term of the Restated Agreement and (ii) that BABR shall be the sole "Licensor" of the Know-How. Franchise Holdings further acknowledges that this Amendment shall constitute notice under Section 13.1 of the Restated Agreement.

3. Section 1.6 of the Restated Agreement is hereby amended as follows:

1.6 "Know-How" means that certain information and/or expertise possessed by BABR in connection with the development and operation of the Build-A-Bear System and the Build-A-Bear Workshop Stores, consisting of rights outside the U.S. and Canada in unregistered inventions, technology, improvements, ideas, trade secrets, confidential information, and expertise (excepting pending applications).

4. All other terms and provisions of the Restated Agreement shall remain unchanged and in full force and effect.

5. This Amendment shall in all respects be governed by and interpreted in accordance with the laws of the State of Delaware, without regard to any such laws relating to choice or conflict of laws.

IN WITNESS WHEREOF, this Agreement has been executed by the duly authorized officers of the respective parties as of the date first above written.

BUILD-A-BEAR WORKSHOP, INC.

By: Maxine Clark  
Print Name: Maxine Clark  
Title: Chief Executive Bear

BUILD-A-BEAR RETAIL MANAGEMENT, INC.

By: Maxine Clark  
Print Name: Maxine Clark  
Title: Chief Executive Bear

BUILD-A-BEAR WORKSHOP FRANCHISE HOLDINGS, INC.

By: Maxine Clark  
Print Name: Maxine Clark  
Title: Chief Executive Bear

ASSIGNMENT

For ONE DOLLAR (\$1.00), the mutual promises contained in this Agreement, and for other good and valuable consideration, the receipt and sufficiency of which is acknowledged, Build-A-Bear Workshop, Inc., a Delaware corporation, with principal place of business at 1954 Innerbelt Business Center Drive, St. Louis, Missouri 63114, ("ASSIGNOR") as follows contracts and agrees with Build-A-Bear Retail Management, Inc., a Delaware corporation with principal place of business at 1954 Innerbelt Business Center Drive, St. Louis, Missouri 63114 ("ASSIGNEE").

1. ASSIGNOR hereby assigns, transfers, and conveys to ASSIGNEE: A) all its rights in the United States and Canada to the trademarks, service marks, copyrighted works, patents, trade names, trade secrets, know-how, trade dress, rights of publicity, domain names and other intellectual property including but not limited to rights identified on Schedule A, hereto, and any other intellectual property of ASSIGNOR in the United States and Canada (whether trademark, service mark, copyright, patent or otherwise), including goodwill of the business associated with the rights conveyed and the right to sue for past infringement but excluding any rights held by Assignor as licensee of other parties and rights licensed to other parties by Assignor (to the extent such licenses do not allow for the assignment of such rights thereunder without approval); B) all its rights worldwide in any know-how, consisting of unregistered inventions, technology, improvements, ideas, trade secrets, confidential information, and expertise (and excepting pending applications).

2. ASSIGNOR is not prohibited from assigning, transferring, and conveying the rights granted by this Agreement.

3. This Agreement shall inure to the benefit of, and be binding upon, the parties, their successors and assigns.

4. This Agreement shall not be modified, amended or altered in any manner except by written agreement of the parties.

5. This Agreement is effective, as of the 23<sup>rd</sup> day of November, 2003.

**BUILD-A-BEAR WORKSHOP, INC.**

*Maxine Clark*  
.....  
Signature  
*Maxine Clark*  
.....  
Printed Name  
*Chief Executive Bear*  
.....  
Title

**BUILD-A-BEAR RETAIL MANAGEMENT, INC.**

*Maxine Clark*  
.....  
Signature  
*Maxine Clark*  
.....  
Printed Name  
*Chief Executive Bear*  
.....  
Title

SCHEDULE A

**BUILD-A-BEAR WORKSHOP**

**US Copyrights**

TITLE	FILED	ISSUED	COUNTRY	AGENT
BUILD-A-BEAR WORKSHOP & DESIGN	6/6/97	6/11/97	US	VAU 405-662
BUILD-A-BEAR STORE DESIGN	10/22/97	10/24/97	US	VA 903-962
MY STORY	1/15/98	1/20/98	US	VA 897-897
BEAR PROMISE	1/15/98	1/20/98	US	VA 896-239
FLUFF ME MURAL DESIGN	1/12/98	1/23/98	US	VA 850-953
BEAR HANGER	1/12/98	1/23/98	US	VA 850-955
BUTTON DESIGN	1/12/98		US	
STUFF ME MURAL DESIGN	1/12/98	1/23/98	US	VA 850-950
CHOOSE ME MURAL DESIGN	1/12/98	1/23/98	US	VA 850-951
DRESS ME MURAL DESIGN	1/12/98	1/23/98	US	VA 850-952
STITCH ME MURAL DESIGN	1/12/98	1/23/98	US	VA 850-954
BUILD-A-BEAR WORKSHOP THEME SONG	1/23/98	1/26/98	US	SRU 380-338
STITCH ME TABLE	1/23/98	1/28/98	US	VA 906-634
DRESS ME TABLE	1/23/98	1/28/98	US	VA 906-638
CHOOSE ME STUFF ME STITCH ME FLUFF ME DRESS ME TAKE ME HOME	1/23/98	1/26/98	US	VA 906-476
AIR BATH	1/23/98	1/26/98	US	VA 906-636
STUFFING COLUMNS	1/23/98	1/29/98	US	VA 906-637
ZIPPER COLUMNS	1/23/98	1/28/98	US	VA 906-635
AUDIO SHELF SOUND STATION	1/23/98	1/28/98	US	VA 906-639
SPOOL DESIGN	2/19/98	3/2/98	US	VA 930-884
BEAR HEAD	6/29/98	7/2/98	US	VA 935-010
HEART IN A BEAR	6/29/98	7/2/98	US	VA935-009
STORE FRONT DESIGN	9/14/98	3/29/99	US	VA 966-861
CUB CONDO DESIGN (original artwork)	10/9/98	11/23/98	US	VAU 312-333
CUB CONDO DESIGN #1 (3-D Sculpture)	3/3/99; REFILE 2/28/03		US	
CUB CONDO VALENTINE DESIGN	4/6/99; REFILED 2/28/03		US	
FLUFFY BUNNY	9/18/99	8/19/99	US	VA 966-751
BEAREMY	9/28/99	8/30/99	US	VA 997-178
PERKY PENGUIN	9/25/99	8/30/99	US	VA 997-179
FLOPPY BEAR	8/20/99	8/23/99	US	VA 966-834
BEARARMOIRE	10/1/99	10/4/99	US	VAU494-682
CENTENNIAL BEAR II	11/22/99	11/29/99	US	VAU 479-497
CHOCOLATE BUNNY 2000	11/22/99	11/29/99	US	VAU-479-499
FLOPPY LAMB	11/22/99	11/29/99	US	VAU 479-498
VALENTINE BEAR 2000	11/22/99	11/29/99	US	VAU 479-496
HALLOWEEN CUB CONDO	12/14/99; REFILED 2/28/03	12/20/99	US	VA 1-179-826
KUDDLY KOALA	1/24/01	1/26/01	US	VA1-079-747
AUTOGRAPH BEAR	1/24/01	1/25/01	US	VA 1-079-749
BABY'S FIRST BEAR	1/24/01	1/25/01	US	VA 1-079-749
VALENTINE BEAR 1999	1/24/01	1/25/01	US	VA 1-079-750
LIL CYCUB 2000	12/22/00	1/8/01	US	VA 1-058-519
BIG BROWN BEAR	12/22/00	1/8/01	US	VA 1-058-517

TITLE	FILED	ISSUED	COUNTRY	AGENT
FLOPPY TURTLE	12/22/00	1/8/01	US	VA 1-058-515
OUR FOUNDRING TEDDY	12/22/00	1/8/01	US	VA 1-058-515
FLOPPY PONY	12/22/00	1/8/01	US	VA 1-058-519
BLACK BEAR	12/22/00	1/8/01	US	VA 1-058-513
HUG ME BEAR	12/22/00	1/8/01	US	VA 1-058-514
GRIZZLY BEAR	12/22/00	1/8/01	US	VA 1-058-512
WHITE BUNNY 1999	12/22/00	1/8/01	US	VA 1-058-512
FLOPPY MONKEY	12/22/00	1/8/01	US	VA 1-058-510
MINI TEDDY WITH ELASTIC	12/22/00	1/8/01	US	VA 1058-511
FLOPPY COW	12/22/00	1/8/01	US	VA 1-058-528
FLOPPY KITTY	12/22/00	1/8/01	US	VA 1-058-529
MINI BEAR HEAD PURSE	12/22/00	1/8/01	US	VA 1-058-509
SHAGGY DOG	12/22/00	1/8/01	US	VA 1-058-525
CLASSIC BROWN TEDDY	12/22/00	1/8/01	US	VA 1-058-524
FLOPPY FROG	12/22/00	1/8/01	US	VA 1-058-523
LIPSY KITTY	12/22/00	1/8/01	US	VA 1-058-520
FLOPPY DALMATIAN	12/22/00	1/8/01	US	VA 1-074-290
SHAGGY BEAR	12/22/00	1/8/01	US	VA 1-058-526
BEAREMY BEAR	12/22/00	1/8/01	US	VA 1-72-631
VINTAGE BEAR	12/22/00	1/8/01	US	VA 1-058-521
FLOPPY PIG	12/22/00	1/8/01	US	VA 1-058-522
MILLENNIUM CUB	1/24/01	1/25/01	US	VA 1-0790751
ROLY POLY PANDA	2/13/01	02/14/02	US	VA 1-079-953
CHUBBY CUBBY	2/13/01	2/14/01	US	VA 1-079-954
CENTENNIAL BEAR 1999	2/13/01	02/14/01	US	VA 1-079-952
CHOCOLATE MOOSE	12/22/00	1/8/01	US	VA 1-058-527
NURSE OUTFIT	06/14/01		US	
REVERSIBLE VEST	06/14/01		US	
DOWN VEST WITH SNAP PANTS	06/14/01		US	
DEVIL COSTUME	8/14/01		US	
DENIM OVERALL OUTFIT	8/14/01		US	
HUG FREELY TEE	06/14/01		US	
TIE DYE TEE	06/14/01	06/19/01	US	VA 1-116-604
GYMNASTIC OUTFIT	6/14/01		US	
JOCKEY OUTFIT	06/14/01		US	
PRINT SHIRT 1	06/14/01	06/19/01	US	VA 1-116-605
PRINT SHIRT 2	06/14/01	06/19/01	US	VA 1-116-602
PRINT SHIRT 3	06/14/01	06/19/01	US	VA 1-116-602
ROMANCE VEST	06/14/01		US	
PUFFED HEART TEE	06/14/01		US	
SKELETON COSTUME	06/14/01	06/19/01	US	VA 1-116-606
SHIMMERING BALLERINA	06/14/01		US	
SATIN PJ	5/15/01; RE-FILED 12/11/01		US	
COLORBLOCK SWIM TRUNKS	5/15/01		US	
ST. PAT'S MARKETING TEE	5/15/01	05/17/01	US	VA 1-139-059

TRADEMARK  
REEL: 003360 FRAME: 0331

TITLE	FILED	ISSUED	COUNTRY	AGENT
GINGHAM SHORT SET	5/15/01		US	
FIESTA SHIRT SET	5/15/01	05/17/01	US	VA 1-135-058
JAM SHORTS	5/15/01		US	
GENIE OUTFIT	5/15/01		US	
LEOPARD OUTFIT	5/15/01		US	
NEW CHEF BEAR	5/15/01		US	
BEAR PAW DESIGN I	5/15/01		US	
BEAR PAW DESIGN II	5/15/01	5/17/01	US	VA 1-089-817
DENIM JACKET	7/11/01		US	
2-PIECE DENIM DRESS	7/11/01		US	
GARDENING OUTFIT	7/11/01		US	
FIRST COMMUNION DRESS	7/11/01		US	
CONSTRUCTION WORKER OUTFIT	7/11/01; RE-FILED 5/30/02		US	
BEAREMY OUTFIT	7/11/01		US	
ASIAN OUTFIT	7/11/01		US	
ASTRONAUT OUTFIT	7/11/01		US	
CORDUROY OVERALLS	7/11/01		US	
SHOWGIRL/DANCER OUTFIT	7/11/01		US	
BATHROBE	7/11/01		US	
BASKETBALL OUTFIT	7/11/01		US	
BASEBALL OUTFIT	7/11/01		US	
BANDLEADER OUTFIT	7/11/01		US	
BALLERINA OUTFIT	7/11/01		US	
BOWLING OUTFIT	9/6/01		US	
5-PIECE BRIDE OUTFIT	9/6/01		US	
4-PIECE CAMOUFLAGE OUTFIT	9/6/01		US	
TEDDY SWEATER	9/14/01; RE-FILED 8/9/02		US	
5-PIECE CHEERLEADING OUTFIT	9/14/01		US	
4-PIECE SOCCER OUTFIT	9/14/01	12/06/02	US	VA 1-174-429
BIKER JACKET	9/14/01		US	
SKIRTALL	9/14/01		US	
RAINCOAT WITH HAT	9/14/01		US	
TENNIS OUTFIT	9/14/01		US	
SATIN TUTU	9/14/01; RE-FILED 8/9/02		US	
POODLE SKIRT SET	9/14/01		US	
BABW VARSITY JACKET	9/14/01; RE-FILED 8/9/02		US	
ANGEL OUTFIT	9/14/01; RE-FILED 8/9/02		US	
TUXEDO OUTFIT	9/14/01		US	



TITLE	FILED	ISSUED	COUNTRY	AGENT
HEART PULLOVER SWEATER	9/14/01; RE-FILED 2/17/02		US	
PILOT COSTUME	9/14/01		US	
PATIENT GOWN	9/14/01		US	
FISHERMAN OUTFIT	9/14/01		US	
FOOTBALL OUTFIT	9/14/01; RE-FILED 8/9/02		US	
PUMPKIN COSTUME	9/14/01		US	
POLICE OFFICER COSTUME	9/14/01		US	
HUG ME SWEATER	9/14/01; RE-FILED 8/9/02		US	
ROCK STAR COSTUME	9/14/01; RE-FILE 09/09/02		US	
SAILOR COSTUME	9/14/01		US	
BMW 500 RACE CAR DRIVE COSTUME	9/14/01; RE-FILED 8/9/02		US	
SANTA COSTUME	9/14/01		US	
HEART CARDIGAN	9/14/01; RE-FILED 8/9/02		US	
BUILD-A-PARTY REQUEST	10/30/01	11/06/01	US	TX 5-654-285
DIR CONDO DESIGN (2 Dimensional)	12/4/01; RE-FILED 6/27/03		US	
GIRL GOLF OUTFIT	10/4/01; RE-FILED 3/8/02	10/10/01	US	VA 1-143-713
GOLF OUTFIT	10/4/01; RE-FILED 3/8/02	10/10/01	US	VA 1-143-711
HOCKEY OUTFIT	10/4/02; RE-FILED 3/8/02	10/10/01	US	VA 1-143-710
SLEEP TEE WITH BOXER	10/4/02; RE-FILED 3/8/02	10/10/01	US	VA 1-143-709
KARATE OUTFIT	10/4/02; RE-FILED 3/8/02	10/10/01	US	VA 1-143-708
SKIER OUTFIT	10/4/02; RE-FILED 3/8/02	10/10/01	US	VA 1-143-714
4-PIECE SNOWMAN COSTUME	10/4/01; RE-FILED 3/4/02		US	
POLAR FLEECE VEST	10/4/01; RE-FILED 3/4/02		US	
FIRE FIGHTER OUTFIT	10/4/01; RE-FILED 3/4/02		US	
PRINT DRESS	10/4/01; RE-FILED 3/4/02		US	
3-PIECE JOGGING SUIT	10/4/01; RE-FILED 3/4/02		US	
ICE SKATER OUTFIT	10/4/01; RE-FILED 3/4/02		US	
SUPER HERO COSTUME	10/4/01; RE-FILED 3/4/02		US	
HIPPIE OUTFIT	10/4/01; RE-FILED 3/4/02		US	
MAGICIAN OUTFIT	10/4/01; RE-FILED 3/4/02		US	
FAIRY PRINCESS OUTFIT	10/4/01; RE-FILED 3/4/02		US	
GRADUATION GOWN	10/4/01; RE-FILED 3/4/02		US	
GOLF SWEATER	10/4/01; RE-FILED 3/8/02	10/10/01	US	VA 1-143-712
SLEEPING BAG	02/13/02		US	
BEARY CLOG NAVY	2/13/02		US	
WHITE PURSE	5/30/02		US	
TOY SANDAL (BEARKS)	2/13/02		US	
VALENTINE DRESS	02/13/02		US	
KNITTED SWEATER (with heart)			US	

TITLE	FILED	ISSUED	COUNTRY	AGENT
GARMENT BAG	07/13/02		US	
KITTY PUPPY	05/13/02	09/18/02	US	VA 1-148-326
BU LUCK CLUB	06/06/02	06/13/02	US	VA 1-162-603
WHITE TIGER	06/06/02	06/13/02	US	VA 1-162-601
FLUFFY PUPPY	06/06/02	03/29/02	US	VA 1-162-608
HALLOWEEN CLUB	06/06/02		US	
CENTENNIAL 3	06/06/02	06/13/02	US	VA 1-162-600
POLAR BEAR	06/06/02	06/13/02	US	VA 1-162-604
HUGGABLE KITTY	06/06/02	06/13/02	US	VA 1-162-602
EQUESTRIAN OUTFIT	06/30/02		US	
ANGEL OUTFIT	08/09/2002		US	
BABW VARSITY JACKET	08/09/2002		US	
SATIN TUTU	08/09/2002		US	
BABW RACECARE DRIVER	08/09/2002		US	
ROCK STAR COSTUME	08/09/2002		US	
TEDDY SWEATER	08/09/2002		US	
HUG ME SWEATER	08/09/2002		US	
HEART CARDIGAN	08/09/2002		US	
FOOTBALL OUTFIT	08/09/2002		US	
FISHERMAN OUTFIT	08/09/2002		US	
BEAR BOXERS	06/27/02	07/01/02	US	VA 1-144-971
NEW GRIZZLY BEAR	06/06/02		US	
FLOPPY ELEPHANT	04/23/02	06/06/02	US	VA 1-152-206
HOPEFUL WISHES TEDDY	06/06/02	03/29/02	US	VA 1-162-607

**BUILD-A-BEAR WORKSHIP  
CANADA - COPYRIGHTS**

TITLE	FILED	ISSUED	COUNTRY	AGENT
FLOPPY MONKEY	5/22/02	05/27/02	CA	1003292
FLOPPY COW	5/22/02	05/27/02	CA	1003293
FLOPPY TURTLE	5/22/02	05/27/02	CA	1003294
HEART PULLOVER SWEATER	05/22/02	05/27/02	CA	1003295
FIRE FIGHTER OUTFIT	5/22/02	05/27/02	CA	1003296
4-PIECE CAMPING OUTFIT	5/22/02	05/27/02	CA	1003297
BASKETBALL OUTFIT	5/22/02	05/27/02	CA	1003298
CHOOSE ME STUFF ME STITCH ME FLUFF ME DRESS ME TAKE ME HOME	5/22/02	05/27/02	CA	1003299
FLOPPY ELEPHANT	5/22/02	05/27/02	CA	1003300
CLASSIC BROWN TEDDY	5/22/02	05/27/02	CA	1003301
NIKKI'S STORY			CA	
FLOPPY ELEPHANT	04/23/02	5/5/02	US	VA 1-152-206
HOPEFUL WISHES TEDDY	06-06/02	03/29/02	US	VA 1-162-607

**BUILD-A-BEAR WORKSHOP -- US TRADEMARKS**

COUNTRY	REFERENC#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<b>2B &amp; HEART DESIGN</b>							
UNITED STATES	T00273US00	12/22/2003	78/344,282			PENDING	2
<b>A BOOK STUFFED WITH MEMBEARIES</b>							
UNITED STATES	MAX0401	7/19/2001	78/074,663			ALLOWED	1
<b>A PAWNIBVELY FUN FAMILY EXPERIENCE</b>							
UNITED STATES	MAX0581	5/21/1999	78/711,771	3/14/2000	2,329,718	REGISTERE	3
<b>ACCESSORIZE ME</b>							
UNITED STATES	T00263US00	10/30/2003	78/323,713			PENDING	2
<b>AIR BATH DESIGN</b>							
UNITED STATES	MAX0060	2/23/1998	78/438,439	4/30/2002	2,564,834	REGISTERE	2
<b>ALL THE BUZZ THAT'S BROUGHT TO BEAR</b>							
UNITED STATES	MAX0059	11/21/2001	78/341,288	9/17/2002	2,821,134	REGISTERE	1
<b>ALL THE STUFF BEST FRIENDS SHARE</b>							
UNITED STATES	MAX0684	3/6/2002	78/113,005			ALLOWED	1
UNITED STATES	MAX0680	3/7/2002	78/113,275			ALLOWED	2
UNITED STATES	MAX0661	3/7/2002	78/113,309			ALLOWED	3
<b>AMAZING BEARLIN</b>							
UNITED STATES	MAX0166	7/26/1999	78/753,855	1/2/2001	2,418,454	REGISTERE	2
<b>AUDIO SOUND STATION DESIGN</b>							
UNITED STATES	MAX0070	2/13/1998	78/434,483	11/28/2002	2,653,024	REGISTERE	2
<b>B.FURBULOUS</b>							
UNITED STATES	T00282US00	3/25/2004	78/390,812			PENDING	1
<b>BABW</b>							
UNITED STATES	MAX0216	1/29/2000	78/899,148	3/26/2002	2,553,637	REGISTERE	2
<b>BABW HEART &amp; PAWPRINT DESIGN</b>							
UNITED STATES	MAX0217	1/20/2000	78/899,148	7/29/2003	2,742,586	REGISTERE	2
<b>BEAR BUCKS</b>							
UNITED STATES	MAX0714	9/30/2002	78/169,267	11/25/2003	2,787,672	REGISTERE	
<b>BEAR BUCKS</b>							
UNITED STATES	MAX0081	6/9/1998	78/487,034	2/4/2003	2,683,924	REGISTERE	1
<b>BEAR BUNGALOW</b>							
UNITED STATES	MAX0572	12/19/2001	78/099,194	11/5/2002	2,645,921	REGISTERE	2

<b>BEAR BUNK TBUNK</b>								
UNITED STATES	MAX0829	2/3/2003	78/210,047	2/10/2004	2,813,030	REGISTERED		1
<b>BEAR HEAD DESIGN</b>								
UNITED STATES	MAX0062	6/17/1998	75/505,792	4/25/2000	2,344,581	REGISTERED	15,75,4	
UNITED STATES	MAX0723	10/11/2002	76/487,609	4/27/2004	2,835,988	REGISTERED		1
<b>BEAR REPAIR HOSPITAL</b>								
UNITED STATES	MAX0185	7/22/1999	75/754,120	4/22/2003	2,709,652	REGISTERED		1
<b>BEAR STUFF</b>								
UNITED STATES	MAX0192	10/26/1999	75/835,815			ALLOWED		1
UNITED STATES	MAX0585	1/24/2002	76/104,534	11/12/2002	2,649,643	REGISTERED		2
<b>BEAR STUFF CLEANER</b>								
UNITED STATES	MAX0280	10/13/2000	76/147,522	8/27/2002	2,613,353	REGISTERED		
<b>BEAR UNIVERSITY</b>								
UNITED STATES	MAX0067	3/9/1998	75/430,593	3/3/2004	2,819,833	REGISTERED		1
<b>BEAR-A-LOG</b>								
UNITED STATES	MAX0180	6/7/1999	75/723,829	7/29/2003	2,742,390	REGISTERED		1
<b>BEARANTEE</b>								
UNITED STATES	MAX0298	12/19/2000	76/183,625			ALLOWED		4
<b>BEARARMOIRE</b>								
UNITED STATES	MAX0172	8/16/1999	75/776,418	10/23/2001	2,500,840	REGISTERED		1
<b>BEARARMOIRE DESIGN</b>								
UNITED STATES	MAX0174	8/17/1999	75/782,914	8/25/2004	2,845,134	REGISTERED		1
UNITED STATES	MAX0698	8/17/1999	75/982,353	5/25/2004	2,845,203	REGISTERED		1
<b>BEAREMY</b>								
UNITED STATES	MAX0091	11/18/1998	75/591,251	7/2/2002	2,588,823	REGISTERED	35,38,4	
UNITED STATES	MAX0189	10/18/1999	75/829,777	9/12/2000	2,385,610	REGISTERED		1
<b>BEAREMY BUCKS</b>								
UNITED STATES	MAX0320	4/18/2001	76/242,029	3/28/2002	2,562,460	REGISTERED		1
<b>BEAREMY'S BEARTHDAY BASH</b>								
UNITED STATES	MAX0815	11/19/2002	76/185,645			PENDING		1
<b>BEAREMY'S BOOK CLUB</b>								
UNITED STATES	MAX0712	9/16/2002	76/164,358	7/29/2003	2,742,050	REGISTERED		1
<b>BEAREMY'S KENNEL PALS</b>								
UNITED STATES	MAX0354	5/30/2001	76/264,419	9/23/2003	2,767,510	REGISTERED		1

<b>BEAREMY'S PAW PENS</b>								
UNITED STATES	MAX0705	7/4/2002	78/141,382	12/2/2003	2,789,846	REGISTERED		1
<b>BEARIMONY</b>								
UNITED STATES	MAX0707	6/28/2002	78/138,607	6/22/2004	2,856,789	REGISTERED		1
<b>BEARISH</b>								
UNITED STATES	MAX0220	2/15/2000	75/919,795	12/23/2003	2,799,109	REGISTERED		1
<b>BEARISM</b>								
UNITED STATES	MAX0019	8/4/1997	75/335,759			PENDING		5,912,212,35,44
<b>BEARRIFIC</b>								
UNITED STATES	MAX0303	12/1/1999	75/862,178			ALLOWED		1
<b>BEARTH CERTIFICATE</b>								
UNITED STATES	MAX0122	4/10/1996	75/080,228	4/8/1997	2,050,734	REGISTERED		2
<b>BEARTIFICATE</b>								
UNITED STATES	MAX0702	6/7/2002	78/133,924			ALLOWED		1
<b>BEARY BEGINNING BEAR</b>								
UNITED STATES	T00288US00	11/20/2003	78/339,781			PENDING		2
<b>BEARY IMPORTANT GUEST</b>								
UNITED STATES	MAX0281	11/9/2000	76/163,445	6/17/2003	2,727,764	REGISTERED		2
<b>BEARY LIMITED</b>								
UNITED STATES	MAX0571	4/10/2002	78/120,730			PENDING		2
<b>BEARY LOVED</b>								
UNITED STATES	MAX0421	8/23/2001	78/080,720	7/22/2003	2,740,796	REGISTERED		1
UNITED STATES	MAX0440	9/12/2001	78/083,598	7/1/2003	2,733,408	REGISTERED		2
<b>BEARY LUCKY CASINO</b>								
UNITED STATES	MAX0187	9/26/1999	75/609,639	9/10/2002	2,618,585	REGISTERED		2
<b>BEARY NEWSWORTHY</b>								
UNITED STATES	MAX0006	2/16/1997	75/245,614	7/4/2000	2,364,847	REGISTERED		1
<b>BEARY TURF SHOE</b>								
UNITED STATES	MAX0404	7/26/2001	76/291,329	5/7/2002	2,567,345	REGISTERED		2
<b>BEARYJANE</b>								
UNITED STATES	MAX0403	7/26/2001	76/291,330	1/22/2002	2,532,293	REGISTERED		2
<b>BEE MINE</b>								
UNITED STATES	T00266US00	10/30/2003	78/320,749			PENDING		2

**BROWSE-A-BEAR**

UNITED STATES	MAX0191	10/25/1999	75/835,823	8/28/2001	2,483,621	REGISTERED	1
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**BUILD-A-BABY BEAR WORKSHOP**

UNITED STATES	1768	4/7/2003	78/234,574			ALLOWED	1
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**BUILD-A-BEAR FRIENDSHOP**

UNITED STATES	MAX0424	8/16/2001	78/079,558			ALLOWED	1
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UNITED STATES	MAX0689	5/19/2002	78/127,751			ALLOWED	1
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UNITED STATES	MAX0660	5/19/2002	78/127,751			ALLOWED	1
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UNITED STATES	713940 1837	6/12/2003	78/261,417			PENDING	1
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**BUILD-A-BEAR WORKSHOP**

UNITED STATES	MAX0005	2/18/1997	75/245,812	8/26/2003	2,756,424	REGISTERED	9,16.1 28,35.4 4
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UNITED STATES	MAX0005A	2/18/1997	75/980,597	3/26/2002	2,553,748	REGISTERED	9,16.1 16,18.2 21,29.1 35,41.2
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**BUILD-A-BEAR WORKSHOP & Design**

UNITED STATES	MAX0017A	6/2/1997	75/980,764	7/23/2002	2,598,778	REGISTERED	9,16.1 21,25.2 35.4
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**BUILD-A-BEAR WORKSHOP & Medallion Design**

UNITED STATES	MAX0208	12/29/1999	75/893,075	10/15/2002	2,633,892	REGISTERED	1
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**BUILDABEAR.COM**

UNITED STATES	1819	5/12/2003	78/248,440			PENDING	1
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**BUILD-A-BUG**

UNITED STATES	MAX0088	9/21/1998	75/557,108			ALLOWED	28.2
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**BUILD-A-CARD**

UNITED STATES	MAX0584	12/12/2001	78/097,862			ALLOWED	4
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UNITED STATES	MAX0565	12/12/2001	78/097,862			PENDING	1
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**BUILD-A-DOLL WORKSHOP**

UNITED STATES	MAX0015	5/10/1997	75/272,137	12/30/2003	2,800,542	REGISTERED	4
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**BUILD-A-FAN**

UNITED STATES	T00297US00	6/10/2004	78/432,860			PENDING	1
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**BUILD-A-FAN WORKSHOP**

UNITED STATES	T00298US00	6/10/2004	78/432,878			PENDING	1
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**BUILD-A-FRIENDSHIP**

UNITED STATES	MAX0423	8/16/2001	78/079,579			ALLOWED	1
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**BUILD-A-GRAM**

UNITED STATES	MAX0074	3/3/1998	75/443,984	2/20/2001	2,430,233	REGISTERED	35.0
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**BUILD-A-GREETING**

UNITED STATES	MAX0047	2/28/2002	75/111,638			ALLOWED	4
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UNITED STATES	MAX0048	2/28/2002	75/111,632			ALLOWED	3
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**BUILD-A-MONSTER**

UNITED STATES	MAX0471	11/8/2001	75/092,317	2/25/2003	2,590,978	REGISTERED	4
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**BUILD-A-PARTY**

UNITED STATES	MAX0059	2/2/1998	75/406,819	12/12/2000	2,411,678	REGISTERED	4
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**BUILD-A-PET**

UNITED STATES	MAX0226	3/20/2000	75/005,490			ALLOWED	2
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**BUILD-A-PUPPY**

UNITED STATES	MAX0227	3/20/2000	75/005,483			ALLOWED	2
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**BUILD-A-SMILE**

UNITED STATES	MAX0092	10/23/1998	75/575,540	5/4/2004	2,838,598	REGISTERED	35.4
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**BUILD-A-SONG**

UNITED STATES	MAX0596	12/12/2001	75/097,847	7/29/2003	2,745,130	REGISTERED	4
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**BUILD-A-SOUND**

UNITED STATES	MAX0218	2/25/2000	75/927,529	8/12/2003	2,750,746	REGISTERED	41.5
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**BUILD-A-SPIRIT**

UNITED STATES	MAX0078	5/6/1998	75/480,177	7/23/2002	2,598,255	REGISTERED	40.4
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**BUILD-A-WISH**

UNITED STATES	MAX0811	11/25/2002	75/188,485	11/25/2003	2,786,503	REGISTERED	3
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**BUTTON DESIGN**

UNITED STATES	MAX0061	2/23/1998	75/438,438	6/13/2002	2,606,265	REGISTERED	28.3
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**BUTTON WALL WITH SPOOL DESIGN**

UNITED STATES	MAX0067	2/13/1998	75/434,466	3/26/2002	2,551,431	REGISTERED	3
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**BUY STUFF CLUB**

UNITED STATES	MAX0058	2/9/1998	75/430,505	1/12/1999	2,217,419	REGISTERED	3
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**CASH COUNTER DESIGN**

UNITED STATES	MAX0056	2/20/1998	75/438,038	8/6/2002	2,603,267	REGISTERED	3
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**CHARMOLOGY**

UNITED STATES	T00261US00	10/2/2003	78/308,391			PENDING	3
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UNITED STATES	T00261US01	10/2/2003	78/308,406			PENDING	2
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<b>CHOOSE ME HEAR ME STUFF ME STITCH ME FLUFF ME DRESS ME NAME ME TAKE ME HOME</b>							
UNITED STATES	MAX0718	9/28/2002	78-168,999			ALLOWED	0
<b>CHOOSE ME HEAR ME STUFF ME STITCH ME FLUFF ME NAME ME DRESS ME TAKE ME HOME</b>							
UNITED STATES	MAX0285	10/25/2000	78-153,966	11/13/2001	2,598,351	REGISTERED	0
<b>CHOOSE ME STUFF ME LOVE ME</b>							
UNITED STATES	T05282US00	10/30/2003	78-320,693			PENDING	2
<b>CHOOSE ME STUFF ME STITCH ME FLUFF ME DRESS ME TAKE ME HOME &amp; Design</b>							
UNITED STATES	MAX0069	2/13/1998	75-434,465	4/11/2000	2,339,717	REGISTERED	0
<b>CHOOSE ME, STUFF ME, STITCH ME, FLUFF ME, DRESS ME, HEAR ME, NAME ME, TAKE ME HOME</b>							
UNITED STATES	MAX0129	3/20/1999	75-674,299	5/18/2004	2,842,051	REGISTERED	1
<b>CHURBY CUBBY</b>							
UNITED STATES	MAX0079	5/1/1998	75-478,410	5-4/1999	2,242,862	REGISTERED	0
<b>CLOTHES HANGER DESIGN</b>							
UNITED STATES	MAX0597	12/20/2001	76-351,071			PENDING	2
<b>COLLECTIBEAN</b>							
UNITED STATES	MAX0013	3/7/1997	75-253,366	10/12/1999	2,285,982	REGISTERED	26
<b>COLLECTIBEAR</b>							
UNITED STATES	MAX0011	3/11/1997	75-255,282	6/13/2000	2,357,948	REGISTERED	2
<b>COLLECTIBUNNY</b>							
UNITED STATES	MAX0009	3/11/1997	75-255,283	9/5/2000	2,383,553	REGISTERED	2
<b>COMFY STUFF CARRIER</b>							
UNITED STATES	MAX0710	8/23/2001	78-080,714	12/2/2003	2,789,714	REGISTERED	2
<b>COMFY STUFF FUR-NITURE</b>							
UNITED STATES	MAX0418	8/15/2001	78-079,201	5/18/2004	2,843,811	REGISTERED	2
<b>CONDO HUGGER</b>							
UNITED STATES	MAX0717	9/30/2002	78-169,240	11/25/2003	2,787,670	REGISTERED	1
<b>CORBEARATE</b>							
UNITED STATES	MAX0315	3/29/2001	76-232,538	7/30/2002	2,602,701	REGISTERED	2
UNITED STATES	MAX0316	3/29/2001	76-232,539	12/16/2003	2,795,408	REGISTERED	4
<b>CUB CASH</b>							
UNITED STATES	MAX0273	8/14/2000	76-110,408			PENDING	1
<b>CUB CONDO</b>							
UNITED STATES	53925	11/12/1997	75-389,038	10/12/1999	2,286,392	REGISTERED	2

MARK	CLASS	REG. NO.	REG. DATE	REG. CLASS	REG. AMOUNT	STATUS	NO. OF APPLICANTS
<b>CUB CONDO DESIGN</b>							
UNITED STATES	MAX0073	3/4/1998	75/444,741	5/23/2000	2,351,181	REGISTERED	2
UNITED STATES	MAX0105	3/10/1999	75/657,901	11/29/2001	2,508,467	REGISTERED	2
<b>CUB CASE</b>							
UNITED STATES	MAX0355	5/30/2001	76/264,418	11/12/2002	2,650,540	REGISTERED	2
<b>CUB CASE DESIGN</b>							
UNITED STATES	MAX0417	8/9/2001	76/297,007	3/23/2004	2,824,374	REGISTERED	2
<b>CUBGRATULATIONS</b>							
UNITED STATES	MAX0441	9/12/2001	76/083,588			PENDING	2
<b>CURLY GRAM</b>							
UNITED STATES	MAX0665	3/22/2002	76/116,817			ALLOWED	2
UNITED STATES	MAX0689	3/22/2002	76/116,821			ALLOWED	2
<b>DOLL STUFF</b>							
UNITED STATES	T00285US00	10/30/2003	76/320,779			PENDING	2
<b>EMOTIBEARS</b>							
UNITED STATES	MAX0663	12/12/2001	76/697,909	4/15/2003	2,707,124	REGISTERED	4
<b>FASHIONS 2 WEAR</b>							
UNITED STATES	T00261US00	12/23/2003	76/345,057			PENDING	2
<b>FIND-A-BEAR</b>							
UNITED STATES	MAX0014	3/31/1997	75/266,154	9/21/1999	2,279,762	REGISTERED	4
<b>FIT EVERY OCCASION TO A "F"</b>							
UNITED STATES	713940	5/30/2003	76/256,286			ALLOWED	2
<b>FLUFFED, STUFFED &amp; FURBULOUS</b>							
UNITED STATES	MAX0649	2/27/2002	76/111,434			ALLOWED	2
<b>FLUFFIT AND STUFFIT</b>							
UNITED STATES	MAX0101	3/1/1999	75/656,976	11/19/2002	2,652,188	REGISTERED	2
<b>FRIENDS 2 CHOOSE</b>							
UNITED STATES	T00278US00	12/23/2003	76/345,011			PENDING	2
<b>FRIENDS 2 CHOOSE STUFFING 2 DO FASHIONS 2 WEAR NAMES 2 GIVE FRIENDS 2B MADE OVER READY 2 GO</b>							
UNITED STATES	T00295US00	3/31/2004	76/393,819			PENDING	2
<b>FRIENDS 2 NAME</b>							
UNITED STATES	T00267US00	3/2/2004	76/361,243			PENDING	2
<b>FRIENDS 2B FOUND</b>							
UNITED STATES	T00276US00	12/22/2003	76/344,252			PENDING	4
<b>FRIENDS 2B MADE</b>							
UNITED STATES	T00260US00	9/18/2003	76/301,093			PENDING	2

**FRIENDS 2B MADE & TAPE MEASURE DESIGN**

UNITED STATES	T00270US00	12/10/2003	78/338,747				PENDING	2
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**FRIENDS 2B MADE CARRYING CASE DESIGN**

UNITED STATES	T00274US00	12/22/2003	78/344,337				PENDING	2
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**FRIENDS 2B MADE LOGO DESIGN**

UNITED STATES	T00271US00	12/10/2003	78/338,936				PENDING	2
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UNITED STATES	T00271US01	12/11/2003	78/339,354				PENDING	2
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**FRIENDS 2B MADE OVER**

UNITED STATES	T00266US00	12/23/2003	78/345,069				PENDING	2
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**FRIENDS 2B MADE STORE FIXTURE DESIGN**

UNITED STATES	T00275US00	12/22/2003	78/344,297				PENDING	2
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**FRIENDS TO BE MADE**

UNITED STATES	MAX0103	3/10/1999	75/557,502	6/15/2004	2,854,731		REGISTERED	2
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**FRIENDSHIP FUNDS**

UNITED STATES	T00304US00	7/1/2004	78/444,637				PENDING	1
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**FRIENDSHIP**

UNITED STATES	MAX0575	1/23/2002	78/104,355				ALLOWED	1
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UNITED STATES	MAX0576	1/23/2002	78/104,372				ALLOWED	1
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UNITED STATES	MAX0577	1/23/2002	78/104,374				ALLOWED	2
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**FUR SHUT**

UNITED STATES	MAX0350	5/30/2001	76/264,422				ALLOWED	1
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UNITED STATES	MAX0351	5/30/2001	76/264,423				ALLOWED	2
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**FURRY FUNDRAISER**

UNITED STATES	T00293US00	3/25/2004	78/390,772				PENDING	1
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**FURTON**

UNITED STATES	MAX0299	12/20/2000	76/184,121	3/25/2003	2,701,064		REGISTERED	2
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**GIVE A GREAT GIFT EXPERIENCE!**

UNITED STATES	T00302US00	6/10/2004	78/433,561				PENDING	2
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**HAPPY ANNIVERSARY**

UNITED STATES	MAX0439	9/12/2001	78/083,616	7/8/2003	2,735,644		REGISTERED	2
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**HAPPY BIRTHDAY**

UNITED STATES	MAX0442	9/12/2001	78/083,535				ALLOWED	1
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UNITED STATES	MAX0465	10/3/2001	78/086,736				PENDING	2
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**HEART & PAWPRINT DESIGN**

UNITED STATES	MAX0235	6/9/2000	76/068,616	7/8/2003	2,735,147		REGISTERED	2
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<b>HEART IN BEAR STORE FIXTURE</b>								
UNITED STATES	MAX0089	10/7/1999	75/566,040	11/12/2002	2,649,759	REGISTERE		3
<b>HEART IN BEAR TRADE DRESS</b>								
UNITED STATES	MAX0071	2/13/1998	75/434,462			PENDING		28.1
<b>HEART STUFF &amp; Design</b>								
UNITED STATES	MAX0164	7/7/1999	75/744,667	10/31/2000	2,399,648	REGISTERE		3
<b>HIBERNITIES</b>								
UNITED STATES	MAX0035	1/11/1997	75/388,006	1/16/2001	2,421,714	REGISTERE		25.1
<b>HONEYCARD</b>								
UNITED STATES	MAX0562	12/12/2001	78/097,914	9/10/2002	2,618,426	REGISTERE		4
<b>HOPFFUL WISHES TEDDY</b>								
UNITED STATES	MAX0466	9/26/2001	78/086,741	5/7/2002	2,576,637	REGISTERE		3
<b>HUG FREELY</b>								
UNITED STATES	MAX0464	10/3/2001	78/086,601	1/7/2003	2,672,233	REGISTERE		2
UNITED STATES	MAX0466	10/3/2001	78/086,666	12/31/2002	2,669,221	REGISTERE		16.1
<b>HUGDAY</b>								
UNITED STATES	MAX0100	1/15/1999	75/623,642	12/17/2002	2,663,690	REGISTERE		3
<b>HUGGABLE HEROES</b>								
UNITED STATES	T00288US00	2/19/2004	78/370,533			PENDING		7
<b>INSIDE IS OUT THERE</b>								
UNITED STATES	T00259US00	3/24/2003	78/228,927			PENDING		1
UNITED STATES	T00259US01	3/24/2003	78/228,935			ALLOWED		2
<b>JELLI BEARS</b>								
UNITED STATES	MAX0211	13/20/1999	75/876,452	6/24/2003	2,729,572	REGISTERE		2
<b>JOYFUL BUNNY</b>								
UNITED STATES	MAX0692	5/8/2002	78/127,232	8/19/2003	2,752,997	REGISTERE		2
<b>KISSES FOR YOU</b>								
UNITED STATES	MAX0793	6/7/2002	78/133,933	7/29/2003	2,745,311	REGISTERE		2
<b>KOOKY SPOOKY BEAR BASH</b>								
UNITED STATES	MAX0715	9/30/2002	78/169,257	11/25/2003	2,787,671	REGISTERE		3
<b>KUDDLY KOALA</b>								
UNITED STATES	MAX0207	12/17/1999	75/874,494	10/23/2001	2,600,951	REGISTERE		2
<b>LIBRARY</b>								
UNITED STATES	MAX0012	3/11/1997	75/256,285	12/10/2002	2,659,743	REGISTERE		16.35.4
UNITED STATES	MAX0296	12/19/2000	75/183,627	5/6/2003	2,714,209	REGISTERE		41.4

<b>LIFE, LIBERTY AND THE RIGHT TO BUGS</b>								
UNITED STATES	MAXP301	1/19/2001	75/196,232				ALLOWED	28,0
<b>LIFETIME PAW PASS</b>								
UNITED STATES	T50259US00	11/20/2003	75/330,806				PENDING	1
<b>LIL CUB</b>								
UNITED STATES	MAX9993	10/30/1998	75/580,289	12/7/1999	2,298,193		REGISTERED	2
<b>LIL LUCK CUB</b>								
UNITED STATES	MAX5470	11/15/2001	75/093,562	12/17/2002	2,664,596		REGISTERED	2
<b>LIL O' CUB</b>								
UNITED STATES	MAX0219	12/17/1999	75/874,227	10/16/2001	2,497,717		REGISTERED	2
<b>LOVE IS THE STUFF INSIDE</b>								
UNITED STATES	MAX0300	4/19/2001	76/042,030	11/20/2001	2,510,460		REGISTERED	2
<b>LOVE STUFF HEADQUARTERS</b>								
UNITED STATES	MAX0095	12/23/1998	75/611,263	5/29/2001	2,456,943		REGISTERED	2
<b>LUCK OF THE BEARISH</b>								
UNITED STATES	MAX0664	3/7/2002	76/113,330	12/24/2002	2,696,683		REGISTERED	1
<b>LUCKY KITTY</b>								
UNITED STATES	MAX0184	9/9/1999	75/901,851	7/31/2001	2,474,340		REGISTERED	1
<b>MADAME DU BEAR</b>								
UNITED STATES	MAX0193	10/28/1999	75/835,819	10/23/2001	2,500,890		REGISTERED	2
<b>MAKING FRIENDS THAT MAKE A DIFFERENCE</b>								
UNITED STATES	MAX0275	9/29/2000	76/118,779	7/16/2002	2,593,815		REGISTERED	25,1
<b>MEMBEARS</b>								
UNITED STATES	MAX0086	12/21/1998	75/609,551	7/15/2003	2,737,011		REGISTERED	4
<b>MESSAGE HUGGER</b>								
UNITED STATES	MAX0716	9/30/2002	78/169,251	3/19/2004	2,823,137		REGISTERED	2
<b>NAMES 2 GIVE</b>								
UNITED STATES	T05299US00	6/10/2004	76/432,969				PENDING	1
<b>NIKKI'S NETWORK</b>								
UNITED STATES	1799	5/12/2003	78/248,331				ALLOWED	3
<b>NUMBEAR</b>								
UNITED STATES	MAX0209	12/17/1999	75/873,244				ALLOWED	26,1
<b>NUMBEAROLOGY</b>								
UNITED STATES	MAX0283	10/2/2000	76/136,836				ALLOWED	16,28,4

**OUR FOUNDING TEDDY**

UNITED STATES MAX0354 9/16/2000 78/110,498 7/31/2001 2,474,715 REGISTERED 1

**PAW PERKS**

UNITED STATES T00295US00 1/20/2004 78/359,238 PENDING 1

**PAW SIZER**

UNITED STATES MAX0663 4/30/2002 78/125,191 9/23/2003 2,766,772 REGISTERED 1

**PAW WEAR**

UNITED STATES MAX0584 1/24/2002 78/104,588 ALLOWED 1

**PAW-CYCLE**

UNITED STATES MAX0579 1/24/2002 78/104,489 9/16/2003 2,765,702 REGISTERED 1

**PAWGO STICK**

UNITED STATES MAX0576 1/24/2002 78/104,494 8/5/2003 2,748,855 REGISTERED 1

**PAWLETTE COUFUR**

UNITED STATES MAX0389 12/4/2000 76/174,537 ALLOWED 1

UNITED STATES MAX0721 10/11/2002 76/457,608 PENDING 1

UNITED STATES MAX0722 10/11/2002 76/457,610 1/27/2004 2,808,048 REGISTERED 4

**PAWLETTE'S PAW PENS**

UNITED STATES MAX0711 9/16/2002 78/164,350 12/2/2003 2,789,881 REGISTERED 1

**PAWSITIVE AFFIRMATIONS**

UNITED STATES MAX0700 6/7/2002 78/133,916 ALLOWED 1

**PERRY PENGUIN**

UNITED STATES MAX0183 9/9/1999 75/801,850 10/23/2001 2,500,870 REGISTERED 1

**READ TEDDY**

UNITED STATES T00197US01 6/28/2003 78/267,390 5/18/2004 2,843,263 REGISTERED 1

**READY 2 GO**

UNITED STATES T00301US00 6/10/2004 78/433,543 PENDING 1

**ROLY POLY PANDA**

UNITED STATES MAX0087 9/16/1998 75/555,659 3/7/2000 2,325,655 REGISTERED 1

**ROOMS 2 CREATE**

UNITED STATES T00283US00 12/23/2003 78/345,118 PENDING 1

**ROOMS 2 DESIGN**

UNITED STATES T00282US00 12/23/2003 78/345,106 PENDING 1

**ROOMS 2B MADE**

UNITED STATES T00286US00 2/2/2004 78/361,232 PENDING 1

<b>SAY IT WITH HEART</b>								
UNITED STATES	MAX0701	8/7/2002	78/133,919				ALLOWED	1
<b>SAY IT WITH SOUND</b>								
UNITED STATES	MAX0812	11/25/2002	78/188,522	12/30/2003	2,801,525		REGISTERED	1
<b>SCOOTER</b>								
UNITED STATES	MAX0288	10/25/2000	78/153,829	1/1/2002	2,524,745		REGISTERED	2
<b>SEAL OF PAWTHENTICITY</b>								
UNITED STATES	MAX0416	8/9/2001	78/297,005	6/19/2002	2,582,031		REGISTERED	1
<b>SEWING COLUMN DESIGN</b>								
UNITED STATES	MAX0030	10/27/1997	75/379,668	3/26/2002	2,552,926		REGISTERED	3
<b>SHIRTS ILLUSTRATED</b>								
UNITED STATES	T00265US00	9/8/1999	75/801,852	7/25/2000	2,371,166		REGISTERED	3
<b>SHOE HANGER DESIGN</b>								
UNITED STATES	MAX0697	12/20/2001	78/351,893				PENDING	2
<b>SPOOL &amp; TREE DESIGN</b>								
UNITED STATES	T00216US01	12/6/2002	78/191,904				PENDING	1
<b>SPOOL DESIGN</b>								
UNITED STATES	MAX0983	2/13/1998	75/434,464	5/30/2000	2,353,089		REGISTERED	3
<b>STITCHED WITH LOVE</b>								
UNITED STATES	MAX0029	9/4/1997	75/351,922	8/7/2001	2,476,044		REGISTERED	1
<b>STORE FRONT DESIGN (1 Sentry - No Medallion)</b>								
UNITED STATES	1766	4/18/2003	78/239,473				PENDING	3
<b>STORE FRONT DESIGN (2 SENTRY)</b>								
UNITED STATES	MAX0031	10/27/1997	75/379,674	2/13/2001	2,428,666		REGISTERED	1
<b>STUFF FOR STUFF</b>								
UNITED STATES	T00303US00	6/10/2004	78/433,57				PENDING	3
<b>STUFF FOR STUFF</b>								
UNITED STATES	T00277US00	12/23/2003	78/344,976				PENDING	3
<b>STUFFABLE, DRESSABLE, LOVEABLE DOLLS</b>								
UNITED STATES	T00305US00	7/1/2004	78/444,770				PENDING	3
<b>STUFFED WITH HUGS AND GOOD WISHES</b>								
UNITED STATES	MAX0201	12/6/1999	75/866,045	9/11/2001	2,489,096		REGISTERED	2
<b>STUFFING 2 DO</b>								
UNITED STATES	T00279US00	12/23/2003	78/346,049				PENDING	3

**STUFFING COLUMN DESIGN**

UNITED STATES	MAX0032	10/27/1997	75/379,653	4/9/2002	2,559,105	REGISTERED	3
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**STUFFIERIA**

UNITED STATES	MAX0639	2/7/2003	78/212,660	12/30/2003	2,800,447	REGISTERED	3
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**TEDDY BEAR CENTENNIAL**

UNITED STATES	MAX0097	11/12/1998	75/597,559			ALLOWED	1, 3, 4, 18, 20, 24, 25, 28, 33, 38, 44, 41, 42
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**TEDDYOLOGY**

UNITED STATES	MAX0010	3/11/1997	75/235,284	6/6/2000	2,355,595	REGISTERED	41, 4
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**TERMS OF ENBEARMENT**

UNITED STATES	MAX0691	9/13/2002	76/129,127			ALLOWED	45, 9
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UNITED STATES	MAX0694	4/30/2002	76/125,302			ALLOWED	1
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**T-GREETINGS**

UNITED STATES	713940-1	5/30/2003	78/256,211			ALLOWED	3
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**THE BEAR PROMISE**

UNITED STATES	MAX0713	10/1/2002	78/169,897	8/5/2003	2,747,394	REGISTERED	3
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**THE REARY BEGINNING**

UNITED STATES	MAX0399	7/19/2001	78/074,670	6/9/2004	2,851,810	REGISTERED	3
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**THE STUFF MEMORIES ARE MADE OF**

UNITED STATES	MAX0814	11/15/2002	78/185,589			ALLOWED	1
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**THINGS I SAY**

UNITED STATES	T00300US00	6/19/2004	78/433,084			PENDING	3
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**TOY FURNITURE CARRIER DESIGN (Comfy Stuff Carrier)**

UNITED STATES	MAX0469	10/24/2001	76/329,450	7/29/2003	2,741,107	REGISTERED	3
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**TRAVELING TEDDY**

UNITED STATES	MAX0128	3/17/1999	75/664,633	6/24/2003	2,729,448	REGISTERED	3
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UNITED STATES	MAX0469	7/25/2001	78/075,630	12/31/2002	2,659,191	REGISTERED	3
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**UNDIBEAR**

UNITED STATES	MAX0331	4/24/2001	76/245,598	6/25/2002	2,586,617	REGISTERED	3
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**UNITED FOR THE PAWS**

UNITED STATES	MAX0672	4/10/2000	75/982,495	9/24/2002	2,625,899	REGISTERED	3
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<b>WHAT'S A BEAR TO WEAR</b>									
UNITED STATES	MAX0099	5/7/2002	78/131,910	4/20/2004	2,835,384	REGISTERED		1	
<b>WHERE BEST FRIENDS ARE MADE</b>									
UNITED STATES	MAX0084	2/25/1997	75/981,091	7/30/2002	2,502,016	REGISTERED		16,18,1 28,35,4 4	
UNITED STATES	MAX0098	2/25/1997	75/247,417	8/27/2002	2,612,934	REGISTERED		9,21,4	
<b>WHERE BEST FRIENDS FIND COMFY STUFF</b>									
UNITED STATES	MAX0347	5/17/2001	76/260,229	6/3/2003	2,722,224	REGISTERED		3	
<b>WHERE BEST FRIENDS MAKE A DIFFERENCE</b>									
UNITED STATES	T00286US00	2/19/2004	78/370,555			PENDING		3	
<b>WHERE BEST FRIENDS PARTY</b>									
UNITED STATES	T00284US00	1/6/2004	78/349,211			PENDING		3	
<b>WHERE BEST GIFTS ARE MADE</b>									
UNITED STATES	T00241US00	6/12/2003	78/261,456			PENDING		3	
<b>WHERE SPECIAL MEMORIES ARE MADE</b>									
UNITED STATES	MAX0104	10/27/1999	75/821,936	8/5/2003	2,747,635	REGISTERED		28,35,4	
<b>WORKSHOP</b>									
UNITED STATES	MAX0666	4/1/2002	78/116,564	4/6/2004	2,830,770	REGISTERED		3	
<b>WORLD BEARNET</b>									
UNITED STATES	T00264US00	10/30/2003	78/320,738			PENDING		3	
<b>WORLDWIDE CUB CLUB</b>									
UNITED STATES	MAX0392	8/24/2001	78/080,973			PENDING		4	
UNITED STATES	MAX0393	8/24/2001	78/080,969			PENDING		4	
<b>ZIPPER COLUMN DESIGN</b>									
UNITED STATES	MAX0033	10/27/1997	75/379,554	4/2/2002	2,556,306	REGISTERED		3	
END OF REPORT							TOTAL ITEMS SELECTED =		24

**BUILD-A-BEAR WORKSHOP – CANADA TRADEMARKS**

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES
<b>IB &amp; HEART DESIGN</b>							
CANADA	60423	4/21/2004	1214088			PENDING	WR
<b>A BOOK STUFFED WITH MEMBEARIES</b>							
CANADA	1386	5/2/2002	1139503			PENDING	1
<b>A PAWSITIVELY FUN FAMILY EXPERIENCE</b>							
CANADA	590	5/10/2001	1102557	1/8/2004	598854	REGISTERE	SV
<b>ACCESSORIZE ME</b>							
CANADA	80396	1/12/2004	1203128			PENDING	WR
<b>AIR BATH DESIGN</b>							
CANADA	1680	11/14/2002	1159151			PENDING	SVS,WR
<b>ALL THE BUZZ THAT'S BROUGHT TO BEAR</b>							
CANADA	1067	2/19/2002	1131409	1/20/2004	600032	REGISTERE	1
<b>AUDIO SOUND STATION DESIGN</b>							
CANADA	1651	11/14/2002	1159150			PENDING	SV
CANADA	60450	4/14/2004	1213351			PENDING	SV
<b>B.FURBULOUS</b>							
CANADA	60452	4/13/2004	1213033			PENDING	WR
<b>BABW</b>							
CANADA	375	7/28/2000	1068867	12/17/2003	597822	REGISTERE	28,3
<b>BABW HEART &amp; PAWPRINT DESIGN</b>							
CANADA	389	8/4/2000	1069902	7/24/2003	585939	REGISTERE	2
<b>BEAR BUCKS</b>							
CANADA	1662	11/15/2002	1159204			PENDING	WR
<b>BEAR BUCKS</b>							
CANADA	97	4/23/1999	1012907	11/17/2003	594860	REGISTERE	C
<b>BEAR BUNK TRUNK</b>							
CANADA	60096	5/13/2003	1175637			PENDING	2
<b>BEAR HEAD DESIGN</b>							
CANADA	393	8/4/2000	1069905	7/16/2003	595271	REGISTERE	16,2
<b>BEAR STUFF</b>							
CANADA	353	4/25/2000	1055803			PENDING	3
CANADA	1663	11/15/2002	1159203			PENDING	WR

<b>BEARANTEE</b>								
CANADA	556	5/10/2001	1102586	7/24/2003	585916	REGISTERE	WRS,SV	
<b>BEARARMOIRE</b>								
CANADA	397	8/4/2000	1069803	1/24/2003	574047	REGISTERE		1
<b>BEARARMOIRE DESIGN</b>								
CANADA	604	12/17/2002	1162724			PENDING	WRS,SV	
<b>BEAREMY</b>								
CANADA	92	4/22/1999	1012622	6/20/2003	584124	REGISTERE		CA
CANADA	1664	11/15/2002	1156202	2/26/2004	603343	REGISTERE		WR
<b>BEAREMY'S BOOK CLUB</b>								
CANADA	60408	3/22/2004	1210368			PENDING		SV
<b>BEAREMY'S KENNEL PALS</b>								
CANADA	080	11/19/2001	1122747	7/16/2003	585416	REGISTERE		1
<b>BEARISH</b>								
CANADA	BABR-2	11/24/2003	1185976			PENDING		WR
<b>BEARISM</b>								
CANADA	208	2/11/2000	1046101			PENDING		2
CANADA	98	1/29/2001	1080698			PENDING		WRS,SV
<b>BEARIFAGE</b>								
CANADA	665	12/4/2001	1124166	11/13/2003	594627	REGISTERE		1
<b>BEARY BEGINNING BEAR</b>								
CANADA	60467					MAILED		WR
<b>BEARY NEWSWORTHY</b>								
CANADA	99	4/23/1999	1012893	5/7/2002	561476	REGISTERE		C
<b>BEARY JANE</b>								
CANADA	1365	10/15/2002	1155074	4/5/2004	606994	REGISTERE		2
<b>BROWSE-A-BEAR</b>								
CANADA	60409	3/22/2004	1210367			PENDING		SV
<b>BUILD-A-BEAR FRIENDSHOP</b>								
CANADA	60410	3/22/2004	1210366			PENDING	WRS,SV	
<b>BUILD-A-BEAR WORKSHOP</b>								
CANADA	635	6/6/2001	1102151	1/21/2004	600108	REGISTERE	WRS,SV	
CANADA	538	5/15/2001	1100819	5/20/2003	581903	REGISTERE	WRS,SV	
<b>BUILD-A-BEAR WORKSHOP &amp; Design</b>								
CANADA	659	5/16/2002	1141093	1/29/2004	600938	REGISTERE	WRS,SV	

**BUILD-A-BEAR WORKSHOP & Medallion Design**

CANADA	53088	3/4/1997	855203	3/15/2001	542563	REGISTERE	WRS,SV
CANADA	145	7/11/2000	1066523	1/20/2003	574004	REGISTERE	WRS,SV

**BUILDABEAR.COM**

CANADA	60497	3/22/2004	1210365			PENDING	SV
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**BUILD-A-DOLL WORKSHOP**

CANADA	101	4/23/1999	1012892			PENDING	CA,CA
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**BUILD-A-GRAM**

CANADA	350	8/4/2000	1059909	1/27/2003	574440	REGISTERE	C
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**BUILD-A-PARTY**

CANADA	102	4/26/1999	1013050	7/30/2003	566264	REGISTERE	CA
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**BUILD-A-SOUND**

CANADA	391	8/4/2000	1069906	5/28/2004	611480	REGISTERE	C
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**BUTTON DESIGN**

CANADA	754	3/11/2002	1133595	12/17/2003	597850	REGISTERE	WRS,SV
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**BUTTON WALL WITH SPOOL DESIGN**

CANADA	1565	11/14/2002	1159149			PENDING	SV
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**BUTTON WALL WITH SPOOL DESIGN STORE FIXTURE**

CANADA	60453	4/16/2004	1213687			PENDING	SV
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**BUY STUFF CLUB**

CANADA	103	4/26/1999	1013057	5/7/2002	561457	REGISTERE	C
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**CHARMOLOGY**

CANADA	60343	11/24/2003	1186189			PENDING	WR
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**CHOOSE ME HEAR ME STUFF ME STITCH ME FLUFF ME NAME ME DRESS ME TAKE ME HOME**

CANADA	562	5/11/2001	1100592	6/18/2003	584029	REGISTERE	C
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**CHOOSE ME STUFF ME LOVE ME**

CANADA	60394	1/12/2004	1203127			PENDING	WR
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**CLOTHES HANGER DESIGN**

CANADA	1566	11/14/2002	1159148			PENDING	2
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**COLLECTIBEAR**

CANADA	104	4/26/1999	1013051	6/5/2002	563954	REGISTERE	C
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**COLLECTIBUNNY**

CANADA	105	4/26/1999	1013052	12/5/2001	555031	REGISTERE	C
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**CUB CONDO**

CANADA	106	4/26/1999	1013053	7/12/2001	548087	REGISTERE	C
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<b>CUB CONDO DESIGN</b>						
CANADA	1007	11/14/2002	1159147			PENDING WR
<b>CUB CONDO DESIGN (GUSE)</b>						
CANADA	00493	5/26/2003	1179096			PENDING SV
<b>CUBCASE</b>						
CANADA	986	11/14/2001	1122222	7/26/2003	585696	REGISTERE 2
<b>CUBCASE DESIGN</b>						
CANADA	988	2/8/2002	1130697			PENDING 2
<b>BOLL STUFF</b>						
CANADA	80396	1/12/2004	1203131			PENDING WR
<b>FASHIONS 2 WEAR</b>						
CANADA	80487					MAILED SV
<b>FIND-A-BEAR</b>						
CANADA	197	4/26/1999	1013054	7/12/2001	548088	REGISTERE WR
<b>FIT EVERY OCCASION TO A "T"</b>						
CANADA	60166	7/15/2003	1183073			PENDING SV
<b>FLUFF AND STUFF</b>						
CANADA	966	5/27/2002	1141840			PENDING 35.3
<b>FRIENDS 2 CHOOSE</b>						
CANADA	80458	6/15/2004	1220396			PENDING SV
<b>FRIENDS 2 CHOOSE STUFFING 2 DO FASHIONS 2 WEAR NAMES 2 GIVE FRIENDS 2B MADE OVER READY 2 GO</b>						
CANADA	60441					MAILED SV
<b>FRIENDS 2 NAME</b>						
CANADA	80489	6/15/2004	1220397			PENDING SV
<b>FRIENDS 2B FOUND</b>						
CANADA	60460	6/15/2004	1220503			PENDING SV
<b>FRIENDS 2B MADE</b>						
CANADA	60360	11/20/2003	1195889			PENDING 2
<b>FRIENDS 2B MADE &amp; TAPE MEASURE DESIGN</b>						
CANADA	60419	4/22/2004	1214246			PENDING WR
<b>FRIENDS 2B MADE CARRYING CASE DESIGN</b>						
CANADA	60435					MAILED 3
<b>FRIENDS 2B MADE LOGO DESIGN</b>						
CANADA	80449	4/19/2004	1213889			PENDING 28.3
<b>FRIENDS 2B MADE OVER</b>						
CANADA	80461	6/15/2004	1220904			PENDING SV

FRIENDS 2B MADE STORE FIXTURE DESIGN

CANADA 60431 MAILED SV

FRIENDS TO BE MADE

CANADA 60427 4/15/2004 1213546 PENDING SV

FRIENDSHIP

CANADA 1247 4/5/2002 1136434 PENDING 16,25.2  
35.4

FUR SHU!

CANADA 664 11/16/2001 1122582 1/28/2004 600801 REGISTERED 16.2

GIVE A GREAT GIFT EXPERIENCE!

CANADA 60468 MAILED SV

HEART & PAWPRINT DESIGN

CANADA 396 6/4/2000 1069001 3/12/2003 577387 REGISTERED 2

HEART DESIGN (3-D)

CANADA 60202 7/24/2003 1183293 PENDING 28.7

HEART IN BEAR TRADE DRESS

CANADA 207 6/24/1999 1029874 1/13/2004 599264 REGISTERED 28.2

HEART IN BUNNY TRADE DRESS

CANADA 60188 7/17/2003 1182841 PENDING WRS,SR

HEART IN CAT TRADE DRESS

CANADA 60187 7/23/2003 1182826 PENDING WRS,SV

HEART IN DOG TRADE DRESS

CANADA 60189 7/23/2003 1182772 PENDING WRS,SV

HEART STUFF & Design

CANADA 394 6/4/2000 1059904 8/1/2003 566400 REGISTERED 2

HIBERNITIES

CANADA 707 11/27/2001 1123413 10/30/2003 593695 REGISTERED 2

CANADA 1784 11/15/2002 1159201 11/5/2003 594075 REGISTERED WR

HUGGABLE HEROES

CANADA 60401 2/24/2004 1207362 PENDING SV

KOOKY SPOOKY BEAR BASH

CANADA 60204 7/17/2003 1184647 PENDING SV

LIFETIME PAW PASS

CANADA 60412 3/22/2004 1210372 PENDING SV

LIL CUB

CANADA 93 4/22/1999 1012823 8/20/2001 549921 REGISTERED C

LIL O' CUB

CANADA 717 2/26/2002 1132567 PENDING 2

**LOVE IS THE STUFF INSIDE**

CANADA 60413 3/22/2004 1210371 PENDING SV

**LOVE STUFF HEADQUARTERS**

CANADA 54 5/10/1999 1012824 7/31/2003 556276 REGISTERE C

**MAKING FRIENDS THAT MAKE A DIFFERENCE**

CANADA 725 3/4/2002 1133509 3/19/2004 605747 REGISTERE WRS.SV

**MEMBEARIES**

CANADA 1263 5/2/2002 1139501 PENDING 1

**NAMES 2 GIVE**

CANADA 60469 MAILED SV

**NIKKI'S BEAR**

CANADA 1816 2/26/2003 1169044 PENDING WR

**NIKKI'S NETWORK**

CANADA 60100 5/26/2003 1178764 PENDING SV

**PAWLETTE COUFUR**

CANADA 728 6/18/2001 1109822 9/26/2003 500922 REGISTERE WRS.SV

**PAWSITIVE AFFIRMATIONS**

CANADA 60411 3/22/2004 1210370 PENDING WR

**READ TEDDY**

CANADA 60466 3/22/2004 12103364 PENDING WR

**READY 2 GO**

CANADA 60470 MAILED SV

**ROLY POLY PANDA**

CANADA 65 4/23/1999 1012895 4/23/2001 544,038 REGISTERE C

**ROOMS 2 CREATE**

CANADA 60462 6/15/2004 1220499 PENDING

**ROOMS 2 DESIGN**

CANADA 60463 6/15/2004 1220505 PENDING SV

**ROOMS 2B MADE**

CANADA 60464 6/15/2004 1220359 PENDING

**SAY IT WITH HEART**

CANADA 60465 3/18/2004 1210157 PENDING WR

**SCOOTFUR**

CANADA 729 2/28/2002 1132558 PENDING 2

**SHOE HANGER DESIGN**

CANADA 1666 11/14/2002 1159146 PENDING WR

**SHOE SOLE #2 DESIGN (WORK BOOT)**

CANADA	1371	5/21/2002	1141487	1/30/2004	609991	REGISTERE	2
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**SHOE SOLE #3 DESIGN (SUEDE SKATER)**

CANADA	1374	5/21/2002	1141406	11/12/2003	594429	REGISTERE	1
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**SPOOL & TREE DESIGN**

CANADA	1674	11/26/2002	1160441	5/5/2004	609575	REGISTERE	SV
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**SPOOL DESIGN STORE FIXTURE**

CANADA	60451	4/15/2004	1213554			PENDING	SV
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**STITCHED WITH LOVE**

CANADA	108	4/25/1999	1013055	6/16/2003	583835	REGISTERE	WR
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**STORE FRONT DESIGN (1 Sentry - No Medallion)**

CANADA	1675	12/17/2002	1162725			PENDING	SV
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**STUFF FOR STUFF**

CANADA	60472					MAILED	SV
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**STUFF FUR STUFF**

CANADA	60392	1/12/2004	1203092			PENDING	SV
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**STUFFABLE, DRESSABLE, LOVEABLE DOLLS**

CANADA	60473					MAILED	SV
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**STUFFED WITH BUGS AND GOOD WISHES**

CANADA	1676	11/16/2002	1158199			PENDING	1
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**STUFFING 2 DO**

CANADA	60465	6/15/2004	1220468			PENDING	SV
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**TEDDYOLOGY**

CANADA	109	4/26/1999	1013056	6/1/2003	586416	REGISTERE	SV
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**T-GREETINGS**

CANADA	60185	6/16/2003	1180309			PENDING	3
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**THE BEAR PROMISE**

CANADA	1677	11/15/2002	1159196			PENDING	3
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**THE BEARY BEGINNING**

CANADA	1260	5/6/2002	1139789			PENDING	1
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**THE STUFF MEMORIES ARE MADE OF**

CANADA	60414	3/18/2004	1210155			PENDING	WR
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**THINGS I SAY**

CANADA	60471					MAILED	SV
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**TRAVELING TEDDY**

CANADA	1155	1/31/2002	1129898	10/27/2003	593127	REGISTERE	1
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CANADA	742	2/14/2002	1131115	3/3/2004	603880	REGISTERE	2
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**TRADEMARK****REEL: 003360 FRAME: 0356**



**UNDIBEAR**

CANADA	1678	11/15/2002	1159197			PENDING	WR
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**WHAT'S A BEAR TO WEAR**

CANADA	60415	3/18/2004	1210155			PENDING	SV
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**WHERE BEST FRIENDS ARE MADE**

CANADA	748	5/28/2002	1141925			PENDING	9,15,1 21,25,2 35,41,4
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**WHERE BEST FRIENDS FIND COMFY STUFF**

CANADA	978	11/14/2001	1122223	3/3/2004	603947	REGISTERED	3
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**WHERE BEST FRIENDS MAKE A DIFFERENCE**

CANADA	60402	2/24/2004	1207363			PENDING	SV
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**WHERE BEST FRIENDS PARTY**

CANADA	60393	1/12/2004	1203093			PENDING	SV
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**WHERE BEST GIFTS ARE MADE**

CANADA	60203	7/10/2003	1183745			PENDING	SV
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**WHERE SPECIAL MEMORIES ARE MADE**

CANADA	60404	3/22/2004	1210521			PENDING	WR,SV
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**WORKSHOP**

CANADA	1331	5/6/2002	1139754	4/14/2003	579517	REGISTERED	3
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**WORLDWIDE CUB CLUB**

CANADA	808	3/1/2002	1132654			PENDING	16,4
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**ZIPPER COLUMN DESIGN**

CANADA	1679	11/14/2002	1159145			PENDING	SV,WR
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## BUILD-A-BEAR WORKSHOP

### US - PATENTS

COUNTRY	REFERENCE#	TYPE	FILED	SERIAL#	ISSUED	PATENT#	STATUS
<b>(Weiss et al) DISPLAY FACADE (Stuffing Columns)</b>							
UNITED STATES	WEI001	NEW	10/20/1998	29/095,283	10/5/1999	D414,814	ISSUED
<b>(Weiss et al) DISPLAY FACADE (Zipper Columns)</b>							
UNITED STATES	WEI002	NEW	10/20/1998	29/095,270	7/24/2001	D445,278	ISSUED
<b>(Weiss et al) NOVELTY BATH TUB</b>							
UNITED STATES	WEI003	NEW	10/23/1998	29/095,485	8/31/1999	D413,280	ISSUED
<b>(Clark et al) IN-STORE WALL</b>							
UNITED STATES	CLA001	NEW	8/23/1998	29/092,544	9/28/1999	D414,353	ISSUED
<b>(Weiss et al) SPOOL CONFIGURED STORAGE BARREL</b>							
UNITED STATES	WEI004	NEW	9/28/1998	29/092,565	4/25/2000	D423,218	ISSUED
<b>(Clark et al) STORE FIXTURE</b>							
UNITED STATES	CLA002	NEW	8/24/1998	29/092,639	10/17/2000	D431,933	ISSUED
<b>(Collida et al) STUFFING MACHINE</b>							
UNITED STATES	COL001	NEW	10/9/1998	29/094,602	6/27/2000	D427,209	ISSUED
<b>(Weiss et al) TOY ARMOIRE</b>							
UNITED STATES	WEI005	NEW	8/9/1999	29/109,055	10/24/2000	D432,594	ISSUED
<b>(Jelten) HEATED, SOFT GIFT ITEM</b>							
UNITED STATES	713940.518n	NEW	11/1/2000	09/704,160			PUBLISHED
UNITED STATES	713940.518	CIP	9/19/2001	09/956,313			PUBLISHED
<b>(Silber) METHOD OF CLOSING A STUFFED TOY AFTER STUFFING</b>							
UNITED STATES	713940.462	NEW	10/1/1999	09/410,523	8/29/2000	6,109,196	ISSUED
<b>(Clark) TOY ACCESSORY CARRYING CASE</b>							
UNITED STATES	MAX016	NEW	6/6/2001	29/143,030	5/14/2002	D456,992	ISSUED
<b>(Clark) BACKPACK</b>							
UNITED STATES	MAX017	NEW	6/6/2001	29/143,031	6/11/2002	D458,444	ISSUED
UNITED STATES	713940.1159	DIV	3/11/2002	29/156,986	10/1/2002	D463,659	ISSUED
<b>(Clark) TOY ACCESSORY CARRYING CASE (2)</b>							
UNITED STATES	713940.788	NEW	6/6/2001	29/143,011	5/21/2002	D457,313	ISSUED
<b>(Clark) Shoe Sole Design (turf sole)</b>							
UNITED STATES	713940.630	NEW	6/12/2001	29/143,371	8/13/2002	D461,296	ISSUED
<b>(Clark) Shoe sole Design (skate)</b>							
UNITED STATES	713940.632	NEW	6/14/2001	29/143,484	7/23/2002	D460,606	ISSUED
<b>(Clark) SHOE SOLE DESIGN (paw print-5)</b>							
UNITED STATES	713940.785	NEW	6/13/2001	29/143,423	7/16/2002	D460,248	ISSUED
<b>(Stout) SHOE SOLE DESIGN (workboot)</b>							
UNITED STATES	713940.631	NEW	6/14/2001	29/143,482	1/21/2003	D468,892	ISSUED
<b>(Clark) SHOE SOLE DESIGN (4 - Sketchers)</b>							
UNITED STATES	MAX023	NEW	6/13/2001	29/143,424	9/17/2002	D462,827	ISSUED

**TRADEMARK**

**REEL: 003360 FRAME: 0358**

UNITED STATES	713940.1480	DIV	6/18/2002	29/182.560	1/14/2003	D458.516	ISSUED
<b>(Clark) TOY FURNITURE CARRIER</b>							
UNITED STATES	MAX024	NEW	6/26/2001	29/144.169	6/25/2002	D459.229	ISSUED
<b>(Schofield) TOY CHAIR</b>							
UNITED STATES	713940.892	NEW	6/25/2001	29/144.036	6/4/2002	D458.315	ISSUED
<b>(Schofield) TOY SOFA (fur-ton)</b>							
UNITED STATES	MAX026	NEW	6/25/2001	29/144.068	5/28/2002	D457.924	ISSUED
<b>TOY FURNITURE CARRIER (comfy stuff case)</b>							
UNITED STATES	713940.825	FCA	6/26/2002	10/180.248			PUBLISHED
<b>(Clark) SCOOTER FOR TOY ANIMAL</b>							
UNITED STATES	MAX038	NEW	9/28/2001	29/148.868	12/24/2002	D467.625	ISSUED
<b>(Oei) STORE FIXTURE</b>							
UNITED STATES	MAX043	NEW	11/15/2001	29/151.138	12/31/2002	D467.757	ISSUED
<b>(Clark, et al) MEASURING DEVICE FOR TOY ANIMAL FEET</b>							
UNITED STATES	713940.1239	NEW	3/8/2002	29/156.820	2/11/2003	D475.062	ISSUED
<b>ELECTRONIC MEETING MANAGEMENT SYSTEM AND AN ASSOCIATED METHOD OF SCHEDULING MEETINGS</b>							
UNITED STATES	713940.1218	FCA	4/4/2003	10/407.601			PUBLISHED
<b>WRAP STRIP</b>							
UNITED STATES	713940.1320	NEW	8/2/2002	29/165.007	6/8/2004	D491.057	ISSUED
<b>TOY BICYCLE (Pawcycle)</b>							
UNITED STATES	713940.1149	NEW	4/18/2002	29/159.280	8/19/2003	D478.534	ISSUED
<b>HEART-SHAPED GROMMET</b>							
UNITED STATES	MAX060	NEW	5/1/2002	29/159.959	11/5/2002	D465.146	ISSUED
<b>IN STORE COUNTER CORNICE</b>							
UNITED STATES	713940.1530	NEW	9/19/2002	29/167.747	4/1/2003	D472.401	ISSUED
<b>FOLD-UP TOY BED</b>							
UNITED STATES	713940.1765	NEW	4/22/2003	29/180.307	5/18/2004	D490.122	ISSUED
<b>STUFFING MACHINE</b>							
UNITED STATES	713940.1842	NEW	10/1/2003	29/191.062	5/18/2004	D490.089	ISSUED
<b>DOLL CARRYING CASE</b>							
UNITED STATES	713940.1951	NEW	12/8/2003	29/195.151			PENDING
<b>DOLL STORE FIXTURE</b>							
UNITED STATES	713940.1950	NEW	12/8/2003	29/195.175			PENDING
<b>DOLL WITH A CLOSED MOUTH</b>							
UNITED STATES	713940.1948	NEW	12/8/2003	29/195.150			PENDING
<b>DOLL WITH AN OPEN MOUTH</b>							
UNITED STATES	713940.1949	NEW	12/8/2003	29/195.152			PENDING
UNITED STATES	713940.3024	DIV					MAILED
<b>TRANSFORMABLE TOY FURNITURE AND ROOM SYSTEM</b>							
UNITED STATES	713940.1956	NEW	3/18/2004	10/798.630			PENDING

**BUILD-A-BEAR WORKSHOP  
CANADA - PATENTS**

Patent Report by Invention  
Country: CA  
Status: ACTIVE

Printed: 7/7/2004 Page

COUNTRY STATUS	REFERENCE#	TYPE	FILED	SERIAL#	ISSUED	PATENT#	
<b>(Weiss et al) DISPLAY FAÇADE (Stuffing Columns)</b>							
CANADA	713940.58582	CEQ	10/23/1998	1998-2613	11/30/1999	D86206	ISSUED
<b>(Weiss et al) DISPLAY FAÇADE (Zipper Columns)</b>							
CANADA	713940.58583	CEQ	10/23/1998	1998-2614	10/22/1999	87849	ISSUED
<b>(Weiss et al) NOVELTY BATH TUB</b>							
CANADA	713940.58586	CEQ	10/23/1998	1998-2617	10/29/1999	87921	ISSUED
<b>(Clark et al) DISPLAY WALL (Button Wall)</b>							
CANADA	713940.58584	CEQ	10/23/1998	1998-2615	11/30/1999	88239	ISSUED
<b>(Weiss et al) SPOOL CONFIGURED STORAGE BARREL</b>							
CANADA	713940.58585	CEQ	10/23/1998	1998-2616	11/26/1999	D 88174	ISSUED
<b>(Clark et al) STORE FIXTURE</b>							
CANADA	713940.58587	CEQ	11/6/1998	1998-2764	10/15/1999	87783	ISSUED
<b>(Collida et al) STUFFING MACHINE</b>							
CANADA	713940.55586	CEQ	11/6/1998	1998-2763	6/30/1999	87022	ISSUED
<b>(Weiss et al) TOY ARMOIRE</b>							
CANADA	713940.220	CEQ	10/7/1999	1999-2439	4/20/2000	D69252	ISSUED
<b>(Clark) TOY ACCESSORY CARRYING CASE</b>							
CANADA	713940.887	CEQ	9/18/2001	2001-2221	4/26/2002	97488	ISSUED
<b>(Clark) BACKPACK</b>							
CANADA	713940.901	CEQ	8/23/2001	2001-2055	9/18/2002	97353	ISSUED
<b>(Clark) TOY FURNITURE CARRIER</b>							
CANADA	713940.897	CEQ	9/18/2001	2001-2223	3/26/2003	97490	ISSUED
<b>(Schofield) TOY SOFA (fur-ton)</b>							
CANADA	713940.692	CEQ	9/19/2001	2001-2222	3/31/2003	97489	ISSUED
<b>(Clark) SCOOTER FOR TOY ANIMALS</b>							
CANADA	713940.1068	CEQ	11/13/2001	2001-2709	1/14/2003	97917	ISSUED
<b>(Oei) STORE FIXTURE</b>							
CANADA	713940.1048	CEQ	1/9/2002	98334	5/28/2003	98334	ISSUED
<b>(Clark, et al) MEASURING DEVICE FOR TOY ANIMAL FEET</b>							
CANADA	713940.1234	CEQ	5/15/2002	99422	3/10/2003	99422	ISSUED

AN ELECTRONIC MEETING MANAGEMENT SYSTEM AND AN ASSOCIATED METHOD OF SCHEDULING

MEETINGS

CANADA	713940.1823	CEO	4/3/2003		2,424,399		PUBLISHED	
<b>BICYCLE FOR TOY ANIMALS (Pawcycle)</b>								
CANADA	713940.1235	CEO	8/1/2002	100229		7/22/2003	100229	ISSUED
<b>GROMMET</b>								
CANADA	713940.1509	CEO	7/31/2002	100202		12/15/2003	100202	ISSUED
<b>IN STORE COUNTER CORNICE</b>								
CANADA	713940.1531	CEO	10/24/2002	101.010				PENDING
<b>FOLD-UP TOY BED</b>								
CANADA	713940.1774	CEO	5/30/2003	103209				PENDING
<b>DOLL CARRYING CASE</b>								
CANADA	713940.2073	CEO	4/29/2004	n/b				PENDING
<b>DOLL STORE FIXTURE</b>								
CANADA	713940.2095	CEO	4/29/2004	n/b				PENDING
<b>DOLL WITH A CLOSED MOUTH</b>								
CANADA	713940.2049	CEO	5/5/2004	n/b				PENDING
<b>DOLL WITH AN OPEN MOUTH</b>								
CANADA	713940.2057	CEO	5/5/2004	106855				PENDING

**BUILD-A-BEAR WORKSHOP**  
**US Domain Names**

Buildabear.com  
Buildabearworkshop.com

**BUILD-A-BEAR WORKSHOP**  
Canada Domain Names

Buildabearworkshop.ca