

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                              |                |
|------------------------------|----------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT |
| <b>NATURE OF CONVEYANCE:</b> | CHANGE OF NAME |

**CONVEYING PARTY DATA**

| Name                  | Formerly | Execution Date | Entity Type           |
|-----------------------|----------|----------------|-----------------------|
| IPI ACQUISITION CORP. |          | 03/01/2005     | CORPORATION: DELAWARE |

**RECEIVING PARTY DATA**

|                        |                                |
|------------------------|--------------------------------|
| <b>Name:</b>           | INTERNATIONAL PLAYTHINGS, INC. |
| <b>Street Address:</b> | 75D LACKAWANNA AVENUE          |
| <b>City:</b>           | PARSIPPANY                     |
| <b>State/Country:</b>  | NEW JERSEY                     |
| <b>Postal Code:</b>    | 07054                          |
| <b>Entity Type:</b>    | CORPORATION: DELAWARE          |

**PROPERTY NUMBERS Total: 19**

| Property Type        | Number  | Word Mark                           |
|----------------------|---------|-------------------------------------|
| Registration Number: | 2795741 | EARLYEARS                           |
| Registration Number: | 2686224 | DESIGNED FOR DEVELOPING YOUNG MINDS |
| Registration Number: | 2674982 | EARL E. BIRD                        |
| Registration Number: | 2923675 | I PLAY                              |
| Registration Number: | 2732861 | CHUBBIES                            |
| Registration Number: | 2461558 | INTERNATIONAL PLAYTHINGS EARLYEARS  |
| Registration Number: | 2843902 | IMAGINETICS                         |
| Registration Number: | 2978642 | INSTANT MAGIC                       |
| Registration Number: | 2885250 | SOFT STUFF                          |
| Registration Number: | 2910905 | GAMES ON THE GO                     |
| Registration Number: | 2958594 | ZOOPS!                              |
| Registration Number: | 2958595 | ZOOPS!                              |
| Registration Number: | 2117396 |                                     |
| Registration Number: | 2979875 | GIBBERISH                           |

**CH \$490.00 2795741**

|                |          |                                     |
|----------------|----------|-------------------------------------|
| Serial Number: | 78409520 | SIMON SAYS                          |
| Serial Number: | 78409516 | BEWARE OF THE SPIDER                |
| Serial Number: | 78409522 | FOLLOW ME BUNNY                     |
| Serial Number: | 78521979 | BRINGING THE VALUE OF PLAY TO LIFE! |
| Serial Number: | 78521964 | DOLLS THAT LOVE YOU BACK            |

**CORRESPONDENCE DATA**

Fax Number: (908)654-7866

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 9086545000

Email: trademarkadmin@ldlkm.com

Correspondent Name: Lerner, David, Littenberg, Krumholz & Menli

Address Line 1: 600 South Avenue West

Address Line 4: Westfield, NEW JERSEY 07090

|                    |                     |
|--------------------|---------------------|
| NAME OF SUBMITTER: | PAUL H. KOCHANSKI   |
| Signature:         | /PAUL H. KOCHANSKI/ |
| Date:              | 11/05/2007          |

Total Attachments: 2  
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source=DOC#page2.tif

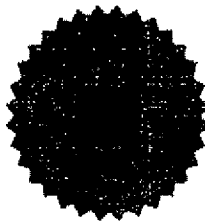
# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "IPI ACQUISITION CORP.", CHANGING ITS NAME FROM "IPI ACQUISITION CORP." TO "INTERNATIONAL PLAYTHINGS, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF MARCH, A.D. 2005, AT 9:40 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3713836

DATE: 03-02-05

3726430 8100

050176297

TRADEMARK

REEL: 003654 FRAME: 0379

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:28 PM 03/01/2005  
FILED 09:40 PM 03/01/2005  
SRV 050176297 - 3726430 FILE

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
IPI ACQUISITION CORP.**

IPI Acquisition Corp., a Delaware corporation (the "Corporation"), hereby certifies:

FIRST: That Article 1 of the Corporation's Certificate of Incorporation be and it hereby is amended in its entirety to read as follows:

"1. Name. The name of the corporation is International Playthings, Inc."

SECOND: That the foregoing amendment was duly adopted and written consent has been given in accordance with the provisions of sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed this 28th day of February, 2005.

By:   
Name: David J. Fremd  
Title: Chief Financial Officer

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