

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Pepito, Inc.		06/25/2010	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	STUDIO PEPITO, LLC		
Street Address:	577 Ocean Blvd		
City:	Golden Beach		
State/Country:	FLORIDA		
Postal Code:	33160		
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	75532251	PEPITO	
Registration Number:	2281179	PEPITO	
Registration Number:	1877772	PEPITO	
CORRESPONDENCE DATA			
Fax Number:	(305)935-4912		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	954-829-2394		
Email:	ellielevy2@aol.com		
Correspondent Name:	Ellie A. Bernstein		
Address Line 1:	577 Ocean Blvd.		
Address Line 4:	Golden Beach, FLORIDA 33160		
NAME OF SUBMITTER:	Ellie Bernstein		
Signature:	/s/ Ellie Bernstein		
Date:	07/02/2010		

OP \$90.00 75532251

Total Attachments: 7

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BILL OF SALE AND ASSIGNMENT

KNOW ALL MEN BY THESE PRESENTS THAT, Pepito Inc., a Florida corporation ("Seller"), hereby warrants to Studio Pepito, LLC, a Florida limited liability company ("Purchaser"), that it is the valid owner of the trademarks and copyrights attached hereto as Exhibit "A" (the "Pepito intellectual property").

THAT in consideration of (1) the right to receive ten (10%) of all net income received by Studio Pepito, LLC; and (2) other good and valuable consideration, the receipt of which is hereby acknowledged, Seller does hereby sell, assign, transfer, convey, grant, bargain, set over, release, deliver, and confirm 100% of its interest in the Pepito intellectual property unto the Purchaser, its successors and assigns, free and clear of all Encumbrances (as such term is defined in the Pepito intellectual property Purchase Agreement between Seller and Purchaser dated June 24, 2010) and Purchaser hereby accepts from Seller the Pepito intellectual property.

TO HAVE AND TO HOLD the same unto the Purchaser, forever.

THIS Assignment is delivered pursuant to the Company Interest Purchase Agreement, dated as of even date herewith, between Seller and Purchaser, is subject to the terms and conditions thereof including the representations and warranties of title to the Pepito intellectual property interest set forth therein, and is governed by the laws of the State of Florida.

INTENDING TO BE BOUND, Seller has caused this Assignment to be duly executed on the 25 day of June, 2010.

SELLER:

Pepito Inc.

By: 

Name: Sidney Levy

Title: Director/President/Chief Executive Officer

By: Sandra Levy
Name: Sandra Levy
Title: Vice President/Secretary/Treasurer

PURCHASER:

Studio Pepito, LLC

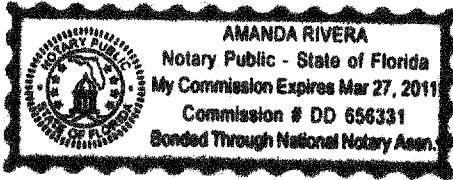
By: Sidney Levy
Name: Sidney Levy
Title: President

By: Ellie Bernstein
Name: Ellie Bernstein
Title: Vice President

On this **25 day of June, 2010**, Ellie A. Bernstein, V.P., Studio Pepito, LLC personally appeared before me,

who is personally known to me ___ whose identity I proved on the basis of _____.

(Notary Seal)



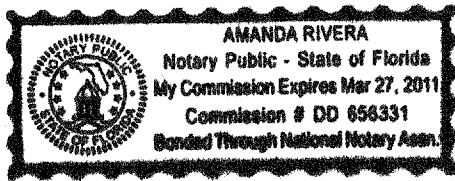
Amanda Rivera
Signature of Notary Public

Name: Amanda Rivera
Notary Public in and for the State of Florida
My Commission Expires: 3/27/2011

On this **25 day of June, 2010**, Sidney Levy, Director/President/Chief Executive Officer of Pepito Inc. personally appeared before me,

who is personally known to me ___ whose identity I proved on the basis of _____.

(Notary Seal)



Amanda Rivera
Signature of Notary Public

Name: Amanda Rivera
Notary Public in and for the State of Florida
My Commission Expires: 3/27/2011

EXHIBIT A

TRADEMARK

REEL: 004236 FRAME: 0130

PEPITO, INC.

Trademark Status Report – Last Updated 06/16/10

DOCKET NO.	COUNTRY	TRADEMARK	Application or Registration No. & Date of Filing or Registration Date	CLASS/ GOODS	STATUS
9962-1	U.S.	PEPITO	10/01/2002 2,627,056	25: shirts	Registered; Renewal due 10/01/2012
9962-5	U.S.	PEPITO	05/23/2000 2,351,305	14: watches, jewelry and pendants	Registered; Renewal Application filed on 05/12/2010; next renewal due 05/23/2020
9962-4	U.S.	PEPITO	09/28/1999 2,281,179	16: greeting cards, posters, comic books and transfers for ironing onto articles of wearing apparel	Registered; next renewal due 09/28/2019
9962-2	U.S.	PEPITO	02/07/1995 1,877,772	29: jellies, jams, preserves, dried and canned vegetables, processed fruits, bacon and raisins; 30: sauces, namely BBQ sauce, catsup, tarter sauce, cocktail sauce and mustard	Registered; next renewal due 02/07/2015
9962-3	U.S.	PEPITO	01/31/1995 1,876,445	9: motion picture films and pre-recorded video tapes, all pertaining to an impish fictional character 28: stuffed toys, toy figures, toy	Registered; next renewal due 01/31/2015

TRADEMARK

REEL: 004236 FRAME: 0131

DOCKET NO.	COUNTRY	TRADEMARK	Application or Registration No. & Date of Filing or Registration Date	CLASS/GOODS	STATUS
				vehicles, ride-on toys & wind-up toys	
9962-26	U.S.	PEPITO	12/23/2008 77/639073	29: snack foods, namely, potato chips 30: snack foods, namely, popcorn	Pending; published for opposition purposes on 06/01/2010
9962-16	Colombia	PEPITO	06/08/2001 275524	25	Registered; Renewal due 06/08/2011
9962-6	Dominican Republic	PEPITO	11/15/1991 51965	20: Video tapes of comic strips in animated form or motion picture films, compact disks, and any other form of reproduction relating to same.	Registered; Renewal due 11/15/2011
9962-7	Dominican Republic	PEPITO	11/15/1991 51800	44: greeting cards, posters, and printed comic strips	Registered; Renewal due 11/15/2011
9962-8	Dominican Republic	PEPITO	11/15/1991 51937	63: T-shirts, caps, sweatshirts, and transfers for ironing onto articles of wearing apparel	Registered; Renewal due 11/15/2011
9962-9	Ecuador	PEPITO	05/17/1993 1132-93	16: greeting cards, posters, and printed comic strips in animated form	Registered; Renewal due 05/17/2013
9962-10	Ecuador	PEPITO	12/29/1992 532-92	41: video services	Registered; Renewal due 12/29/2012
9962-11	Guatemala	PEPITO	08/13/1993 69734-81-151	9: video tapes of comic strips	Registered; Renewal due

TRADEMARK

REEL: 004236 FRAME: 0132

DOCKET NO.	COUNTRY	TRADEMARK	Application or Registration No. & Date of Filing or Registration Date	CLASS/GOODS	STATUS
				in animated form or motion picture films, compact disks, and any other form of reproduction relating to same.	08/13/2013