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U.S. Patent & TMO/TM Mail Rpt Dt. #22  
 (Rev. 1/99) OMB No 0651-0011 (exp. 4/94) **RECORD TR**  
 U.S. Department of Commerce Patent and Trademark Office  
 Tab settings =>>> ▾ 3.16.00 ▾ ▾ **101323892** ▾

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

1. Name of conveying party (ies):  
 Rainbow Crane, Inc.  
 Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation-California  
 Other \_\_\_\_\_  
 Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)  
 Name: Rainbow Crane Holdings, LLC  
 Internal Address:  
 Street Address: 12220 Parkway Centre Drive  
 City: Poway State: CA Zip: 92064  
 Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation-State  
 Other Delaware Limited Liability Company  
 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

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other:  
 Execution: May 15, 1997

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s)  
 B. Trademark Registration No.(s)  
 1,827,345 and 1,828,169  
 Additional numbers attached?  Yes  No

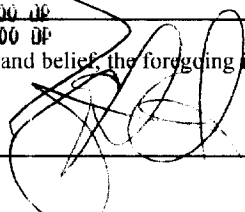
5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: James P. Quinn  
 Internal Address: Larkin, Hoffman, Daly & Lindgren, Ltd.  
 Street Address: 1500 Norwest Financial Center  
 7900 Xerxes Avenue South  
 City: Bloomington State: Minnesota ZIP: 55431

6. Total number of applications and registrations involved: 2  
 7. Total fee (37 CFR 3.41).....\$65.00  
 Enclosed  
 Authorized to be charged to deposit account  
 8. Deposit account number: 12-0449  
 (Attach duplicate copy of this page if paying by deposit account)

04/17/2000 DCOATES 00000121 1827345  
 01 FC: 481 40.00 DP  
 02 FC: 482 25.00 DP

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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.

James P. Quinn  March 16, 2000  
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:  
 Assistant Commissioner for Trademarks  
 2900 Crystal Drive, Arlington, VA 22202-3513

0564708.01

**TRADEMARK**  
**REEL: 002053 FRAME: 0670**

## ASSIGNMENT OF REGISTERED TRADEMARK

WHEREAS, RAINBOW CRANE, INC., a California corporation ("Assignor"), having its principal offices at 12220 Parkway Centre Drive, Poway, California 92064, has adopted, used, and owns in connection with its business the following trademarks now registered in the United States Patent and Trademark Office under the following registration numbers (the "Trademarks"):

Trademark	Registration No.
"Animal House"	1,827,345
"Toy House"	1,828,169

WHEREAS, RAINBOW CRANE HOLDINGS, LLC, a Delaware limited liability company ("Assignee"), having its principal offices from and after the date hereof at 12220 Parkway Centre Drive, Poway, California 92064, is desirous of acquiring the entire right, title and interest in and to the Trademarks, together with the goodwill of the business connected with the use of and symbolized by the Trademarks.

WHEREAS, Assignor represents and warrants that it owns all right, title and interest in and to, as well as all associated goodwill of, the Trademarks, and has authority to assign same to Assignee.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00), and other good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in the United States in and the Trademarks and the registration thereof, together with the goodwill of the business associated with and symbolized by the Trademarks and registrations thereof.

IN WITNESS THEREOF, Assignor has executed this instrument this 15th day of May 1997.

RAINBOW CRANE, INC.,  
a California corporation

By: 

Name: Bruce Koczenski

Title: President

STATE OF \_\_\_\_\_ )

) s.s.

COUNTY OF \_\_\_\_\_ )

On \_\_\_\_\_, before me, \_\_\_\_\_, a Notary Public in and for said County and State, personally appeared \_\_\_\_\_ personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity on behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal

Signature



(This area for official notarial seal)

Notary Public, Fulton County, Georgia  
My Commission Expires Jan. 13, 1998