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REGISTRATION FORM COVER SHEET
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Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):
SABAN ENTERTAINMENT, INC.

3-6-02

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 11/6/2001

2. Name and address of receiving party(ies)

Name: BVS ENTERTAINMENT, INC.

Internal Address: _____

Street Address: 10960 WILSHIRE BOULEVARD

City: LOS ANGELES State: CA Zip: 90024

- 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) _____
SEE ATTACHED SCHEDULE "A"

B. Trademark Registration No.(s) _____
SEE ATTACHED SCHEDULE "B"

Additional number(s) attached Yes No

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

Name: ATTN: MANAGER, TRADEMARKS

Internal Address: _____

INTELLECTUAL PROPERTY DEPARTMENT

THE WALT DISNEY COMPANY

Street Address: 500 SOUTH BUENA VISTA STREET

City: BURBANK State: CA Zip: 91521-0643

6. Total number of applications and registrations involved: _____

573

7. Total fee (37 CFR 3.41).....\$ 14,340.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-0001 (Please charge deficient fees, if any).

DO NOT USE THIS SPACE

9. Signature.

Edith Serna-Tapia
Name of Person Signing

2/25/2002

Date

Total number of pages including cover sheet, attachments, and document: 18

03/20/2002 LMUELLER 00000013 190001 75002989

Mail documents to be recorded with required cover sheet information to:
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01 FC:481 40.00 CH
02 FC:482 14300.00 CH

TRADEMARK
REEL: 002463 FRAME: 0900

SCHEDULE "A"

TRADEMARK APPLICATIONS

Trademark	Cl.	Appl. No.	App. Date
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BAD DOG	28	75/002,989	10/10/1995
BAD DOG	41	75/002,990	10/10/1995
BERKELEY THE BAD DOG	25	75/002,988	10/10/1995
BLUE STRATA CYCLE	28	76/323,536	10/10/2001
BLUE TALKING ULTRA POWER RANGER	28	76/323,389	10/10/2001
BLUE TF FIGHTER POWER RANGER	28	76/323,388	10/10/2001
BLUE VECTOR CYCLE	28	76/266,946	06/04/2001
CHRONO-BLASTER	28	76/266,409	06/04/2001
CHRONO-MORPHER	28	76/266,319	06/04/2001
CHRONO-SABER	28	76/266,947	06/04/2001
DIABOLIK: TRACK OF THE PANTHER	9	75/488,639	05/20/1998
DIABOLIK: TRACK OF THE PANTHER	16	75/488,101	05/20/1998
DIABOLIK: TRACK OF THE PANTHER	18	75/488,102	05/20/1998
DIABOLIK: TRACK OF THE PANTHER	25	75/488,100	05/20/1998
DIABOLIK: TRACK OF THE PANTHER	28	75/488,104	05/20/1998
DIABOLIK: TRACK OF THE PANTHER	41	75/488,753	05/20/1998
FRAX	28	76/266,535	06/04/2001
GREEN STRATA CYCLE	28	76/323,393	10/10/2001
GREEN TALKING ULTRA POWER RANGER	28	76/323,390	10/10/2001
GREEN TF FIGHTER POWER RANGER	28	76/323,580	10/10/2001
GREEN VECTOR CYCLE	28	76/266,555	06/04/2001
LIGHTSPEED SOLARZORD	28	75/887,568	01/05/2000
MAD JACK THE PIRATE	41	75/470,745	04/20/1998
MEGA BATTLE POWER RANGER	28	75/887,509	01/05/2000
MIGHTY MORPHIN POWER RANGERS	16	78/060,895	04/27/2001
MIGHTY MORPHIN POWER RANGERS	25	78/060,897	04/27/2001
MONSTER ROCK	41	75/201,909	11/20/1996
PINK TF FIGHTER POWER RANGER	28	76/323,583	10/10/2001
PINK VECTOR CYCLE	28	76/266,512	06/04/2001
POWER BOY	9	75/116,454	06/10/1996
POWER BOY	16	75/783,445	08/24/1999
POWER BOY	18	75/783,244	08/24/1999
POWER BOY	28	75/783,616	08/24/1999
POWER BOY	41	75/783,246	08/24/1999
POWER RANGER BABIES	28	78/025,707	09/13/2000
POWER RANGER BABIES	41	78/025,712	09/13/2000
POWER RANGERS LIGHTSPEED RESCUE	16	75/744,403	07/07/1999
POWER RANGERS LIGHTSPEED RESCUE	41	75/744,404	07/07/1999
POWER RANGERS LIGHTSPEED RESCUE	16	75/981,441	07/07/1999
POWER RANGERS LOST GALAXY	9	75/539,850	08/20/1998
POWER RANGERS LOST GALAXY	25	75/540,764	08/20/1998
POWER RANGERS TIME FORCE	9	78/017,108	07/17/2000
POWER RANGERS TIME FORCE	16	78/017,109	07/17/2000
POWER RANGERS TIME FORCE	18	78/017,111	07/17/2000

SCHEDULE "A"

TRADEMARK APPLICATIONS

Trademark	Cl.	Appl. No.	App. Date
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POWER RANGERS TIME FORCE	20	78/017,122	07/17/2000
POWER RANGERS TIME FORCE	21	78/017,117	07/17/2000
POWER RANGERS TIME FORCE	24	78/017,120	07/17/2000
POWER RANGERS TIME FORCE	25	78/017,114	07/17/2000
POWER RANGERS TIME FORCE	28	78/017,116	07/17/2000
POWER RANGERS TIME FORCE	41	78/017,126	07/17/2000
CONTROL CENTER	28	76/325,217	10/10/2001
POWER RANGERS: WILD FORCE	9	78/064,822	05/21/2001
POWER RANGERS: WILD FORCE	16	78/064,823	05/21/2001
POWER RANGERS: WILD FORCE	18	78/064,825	05/21/2001
POWER RANGERS: WILD FORCE	25	78/064,826	05/21/2001
POWER RANGERS: WILD FORCE	16	78/064,823	05/21/2001
POWER RANGERS: WILD FORCE	41	78/064,829	05/21/2001
QUANTASAUROS REX MEGAZORD	28	76/323,387	10/10/2001
QUANTUM DEFENDER	28	76/323,713	10/10/2001
QUANTUM RANGERS MORPHER	28	76/334,988	10/30/2001
QUANTUM TALKING ULTRA POWER RANGER	28	76/323,148	10/10/2001
QUANTUM VECTOR CYCLE	28	76/323,394	10/10/2001
RED MOBILE ARMOR VEHICLE	28	76/165,043	11/14/2000
RED STRATA CYCLE	28	76/323,581	10/10/2001
RED TALKING ULTRA POWER RANGER	28	76/323,147	10/10/2001
RED TF FIGHTER POWER RANGER	28	76/323,391	10/10/2001
RED TIME FORCE POWER RANGER	28	76/323,539	10/10/2001
RED VECTOR CYCLE	28	76/266,511	06/04/2001
SABAN.COM	41	78/019,837	08/04/2000
SHADOW FORCE MEGAZORD	28	76/323,584	10/10/2001
SILVER RANGER	28	78/037,424	12/01/2000
SPECIAL	16	75/640,765	02/12/1999
SUPERTRAIN MEGAZORD	28	75/765,954	07/30/1999
TF EAGLE	28	76/266,559	06/04/2001
TF FIGHTER QUANTUM RANGER	28	76/323,149	10/10/2001
TIKI ISLAND	41	78/030,868	10/16/2000
TIME FORCE BADGE	28	76/266,557	06/04/2001
TIME FORCE MEGAZORD	28	76/266,508	06/04/2001
TIME FORCE MEGAZORD JET MODE	28	76/323,379	10/10/2001
TIME FORCE POWER RANGER	28	76/266,507	06/04/2001
TIME FORCE QUANTUM RANGER	28	76/266,509	06/04/2001
TIME JET	28	76/266,403	06/04/2001
TIME SHADOW MEGAZORD	28	76/266,614	06/04/2001
TITANIUM LASER	28	76/061,415	06/01/2000
TITANIUM LIGHTSPEED CYCLE	28	76/061,416	06/01/2000
TITANIUM MORPHER	28	76/061,396	06/01/2000
TITANIUM RANGER	28	76/061,393	06/01/2000

SCHEDULE "A"

TRADEMARK APPLICATIONS

Trademark -----	Cl.	Appl. No. -----	App. Date -----
TRANS-WARP MEGAZORD	28	76/266,948	06/04/2001
V-LANCER	28	76/236,969	04/06/2001
VECTOR WING	28	76/332,871	10/30/2001
YELLOW TF FIGHTER POWER RANGER	28	76/323,392	10/10/2001
YELLOW VECTOR CYCLE	28	76/266,513	06/04/2001
ZORD	28	75/901,954	01/22/2000

SCHEDULE "B"

TRADEMARK REGISTRATIONS

Trademark	Cl.	Reg. No.	Reg. Date
-----	---	-----	-----
3-D RANGERVISION	16	2,166,071	06/16/1998
AARON WILLIAMS	16	2,219,232	01/19/1999
AERO RESCUE THREE	28	2,495,937	10/09/2001
AIR STRIKE	28	2,388,102	09/19/2000
ALPHA 5	28	2,116,494	11/25/1997
AMPHIBITOR	28	2,168,497	06/23/1998
ANGUS	28	2,306,559	01/04/2000
APE NINJAZORD	28	2,001,918	09/17/1996
AQUA RESCUE TWO	28	2,458,386	06/05/2001
ARMORED POWER RANGER	28	2,368,744	07/18/2000
ARTILLATRON THE TURBO TRANSPORT	28	2,160,108	05/26/1998
ASTRAL COINS	28	2,285,920	10/12/1999
ASTRAL SWORD	28	2,215,169	12/29/1998
ASTRALBORGS	28	2,328,488	03/14/2000
ASTRO AXE	28	2,352,399	05/23/2000
ASTRO BLACK POWER RANGER	28	2,262,807	07/20/1999
ASTRO BLASTER	28	2,211,081	12/15/1998
ASTRO BLUE POWER RANGER	28	2,262,806	07/20/1999
ASTRO CYCLE	28	2,335,742	03/28/2000
ASTRO DELTA MEGAZORD	28	2,201,489	11/03/1998
ASTRO GALACTIC MEGAZORD	28	2,368,739	07/18/2000
ASTRO GALAXY NAVIGATOR	28	2,276,198	09/07/1999
ASTRO MEGASHIP	28	2,232,268	03/16/1999
ASTRO MEGAZORD	28	2,202,961	11/10/1998
ASTRO MORPHER	28	2,211,083	12/15/1998
ASTRO PINK POWER RANGER	28	2,262,828	07/20/1999
ASTRO RED POWER RANGER	28	2,262,809	07/20/1999
ASTRO YELLOW POWER RANGER	28	2,262,808	07/20/1999
AURIC THE CONQUEROR ZORD	28	2,148,072	03/31/1998
AUTO BLASTER	28	2,135,040	02/03/1998
BATTLE BIKE	28	1,920,988	09/19/1995
BATTLE BOOSTER	28	2,498,374	10/16/2001
BATTLE FURY	28	2,332,611	03/21/2000
BATTLE MODE	28	2,170,365	06/30/1998
BATTLE SIDE CAR	28	2,335,734	03/28/2000
BATTLEBORG	28	2,169,901	06/30/1998
BATTLIZER	28	2,211,087	12/15/1998
BEAR NINJAZORD	28	2,009,068	10/15/1996
BEETLE BATTLE BASE	28	2,201,726	11/03/1998
BEETLE BATTLER	28	2,088,346	08/12/1997
BEETLE BONDER	28	2,114,292	11/18/1997
BEETLEBORGS	9	2,204,209	11/17/1998
BEETLEBORGS	16	2,152,835	04/21/1998
BEETLEBORGS	25	2,134,882	02/03/1998

SCHEDULE "B"

TRADEMARK REGISTRATIONS

Trademark	Cl.	Reg. No.	Reg. Date
-----	---	-----	-----
BEETLEBORGS	28	2,152,833	04/21/1998
BEETLEBORGS	41	2,134,883	02/03/1998
BEETLEBORGS METALLIX	16	2,153,139	04/21/1998
BEETLEBORGS METALLIX	25	2,157,736	05/12/1998
BEETLEBORGS METALLIX	28	2,153,140	04/21/1998
BEETLEBORGS METALLIX	41	2,194,194	10/06/1998
BIG BAD BEETLEBORGS	41	2,167,983	06/23/1998
BLACK ASTRO ARMOR RANGER	28	2,281,755	09/28/1999
BLACK BATTLIZED POWER RANGER	28	2,262,804	07/20/1999
BLACK MEGA LAUNCHING POWER RANGER	28	2,253,543	06/15/1999
BLACK RANGER	28	2,102,455	10/07/1997
BLASTING POWER RANGER	28	2,368,769	07/18/2000
BLUE ASTRO ARMOR RANGER	28	2,281,747	09/28/1999
BLUE BATTLIZED POWER RANGER	28	2,262,805	07/20/1999
BLUE MEGA LAUNCHING POWER RANGER	28	2,253,542	06/15/1999
BLUE RANGER	28	2,117,153	12/02/1997
BLUE SENTURION	28	2,113,758	11/18/1997
BLUE STINGER AV	28	2,118,871	12/09/1997
BLUE STINGER BEETLEBORG	16	2,155,349	05/05/1998
BLUE STINGER BEETLEBORG	25	2,141,378	03/03/1998
BLUE STINGER BEETLEBORG	28	2,131,099	01/20/1998
BLUE STINGER BORG	25	2,148,171	03/31/1998
BLUE TURBO RANGER	28	2,135,028	02/03/1998
CALCIFIRE	28	2,052,759	04/15/1997
CANNON WHEELS	28	2,025,990	12/24/1996
CARRIER ZORD	28	2,132,791	01/27/1998
CENTAURUS MEGAZORD	28	2,368,745	07/18/2000
CENTIPIX	28	2,219,469	01/19/1999
CHARGING GALAXY MEGAZORD	28	2,368,746	07/18/2000
CHARGING OMEGA MEGAZORD	28	2,500,385	10/23/2001
CHROMALLINE POWER RANGER	28	2,506,455	11/13/2001
CHROMITE	28	2,157,596	05/12/1998
CHROMIUM GOLD BEETLEBORG	25	2,211,870	12/15/1998
CHROMIUM GOLD BEETLEBORG	28	2,142,263	03/10/1998
CHROMIUM GOLD BV	28	2,142,264	03/10/1998
COGS	28	2,076,409	07/01/1997
CONDOR GALACTAZORD	28	2,324,520	02/29/2000
CONQUERING MAGNA DEFENDER	28	2,321,921	02/22/2000
CONQUERING POWER RANGER	28	2,329,519	03/14/2000
COUNT DREGON	28	2,024,527	12/17/1996
COUNT FANGULA	28	2,155,679	05/05/1998
CRANE NINJAZORD	28	2,001,917	09/17/1996
CRATERITES	28	2,202,960	11/10/1998
CREATE-A-MOVIE	9	2,191,604	09/22/1998

SCHEDULE "B"

TRADEMARK REGISTRATIONS

Trademark	Cl.	Reg. No.	Reg. Date
-----	---	-----	-----
CYCLOPTER	28	2,041,167	02/25/1997
DATA BONDER	28	2,153,141	04/21/1998
DATA LASER	28	2,199,312	10/27/1998
DECIMATOR, THE	28	2,041,009	02/25/1997
DEFENDER TOROZORD	28	2,326,613	03/07/2000
DELUXE MEGAZORD	28	2,042,573	03/11/1997
DESERT THUNDER	28	2,120,626	12/09/1997
DEVOURING SNIZARD LIPS	28	2,113,791	11/18/1997
DEX	28	2,053,291	04/15/1997
DIABOLICO	28	2,466,492	07/03/2001
DIGIMORPHER	28	2,253,561	06/15/1999
DIGIZORD	28	2,274,634	08/31/1999
DIGSTER	28	2,093,738	09/02/1997
DIVATOX	28	2,157,560	05/12/1998
DIVATOX'S SUBCRAFT	28	2,208,642	12/08/1998
DOUBLE FACE	28	2,056,115	04/22/1997
DRAGEEN, THE	28	2,324,518	02/29/2000
DRAGON DAGGER	28	2,034,796	02/04/1997
DRAGON'S BREATH DAGGER	28	2,341,832	04/11/2000
DRAGON'S WRATH BATTLE GAUNTLET	28	2,352,522	05/23/2000
DRAGONBORG	28	2,217,714	01/12/1999
DRAMOLE	28	2,065,280	05/27/1997
DRILL MASTER	28	2,095,845	09/09/1997
DUNE STAR	28	2,133,349	01/27/1998
EAGLE RIDERS	41	2,076,010	07/01/1997
ECLIPTOR	28	2,199,919	10/27/1998
ECTO ACCELERATOR	28	2,127,246	01/06/1998
ECTO WRIST COMMUNICATOR	28	2,127,248	01/06/1998
ELGAR	28	2,100,427	09/23/1997
ENTERTAINING KIDS IS OUR BIZ!	41	2,136,330	02/10/1998
ERIK THE BARBARIC	28	2,057,606	04/29/1997
EVIL CRUSTACEAN	28	2,144,330	03/17/1998
EVIL MANTRONS	28	2,272,428	08/24/1999
EVIL SENTINEL	28	2,235,897	03/30/1999
EVIL SPACE ALIENS	28	2,007,319	10/15/1996
EXPLORER POWER RANGER	28	2,368,747	07/18/2000
FALCONZORD	28	2,072,345	06/17/1997
FERBUS	28	2,116,587	11/25/1997
FIREBORG	28	2,217,710	01/12/1999
FLABBER	16	2,219,234	01/19/1999
FLABBER	25	2,192,536	09/29/1998
FLABBER	28	2,149,678	04/07/1998
FRANKENBEANS	28	2,155,677	05/05/1998
FROG NINJAZORD	28	2,001,916	09/17/1996

SCHEDULE "B"

TRADEMARK REGISTRATIONS

Trademark	Cl.	Reg. No.	Reg. Date
-----	---	-----	-----
GALACTIC SPEEDER	28	2,371,120	07/25/2000
GALAXY BLASTER	28	2,415,244	12/26/2000
GALAXY CYCLE	28	2,320,356	02/22/2000
GALAXY DIGIZORD	28	2,321,924	02/22/2000
GALAXY GLIDER	28	2,205,756	11/24/1998
GALAXY MEGAZORD	28	2,324,521	02/29/2000
GALAXY MORPHER	28	2,368,737	07/18/2000
GALAXY POWER RANGER	28	2,321,919	02/22/2000
GARGANTIS THE MOBILE ATTACK CARRIER	28	2,086,534	08/05/1997
GARRETT	28	2,324,517	02/29/2000
GOLD RANGER	28	2,139,327	02/24/1998
GOLDAR	28	2,067,402	06/03/1997
GOLDEN POWER STAFF	28	2,116,928	11/25/1997
GOO FISH	28	2,125,131	12/30/1997
GORILLA GALACTAZORD	28	2,332,609	03/21/2000
GREEN HUNTER AV	28	2,118,872	12/09/1997
GREEN HUNTER BEETLEBORG	16	2,151,248	04/14/1998
GREEN HUNTER BEETLEBORG	25	2,155,352	05/05/1998
GREEN HUNTER BEETLEBORG	28	2,139,542	02/24/1998
GREEN RANGER	9	2,099,029	09/23/1997
GREEN TURBO RANGER	28	2,159,507	05/19/1998
GRENADE GUY	28	2,155,770	05/05/1998
GRILLER	28	2,102,342	09/30/1997
GRUMBLE BEE	28	2,115,659	11/25/1997
GUITARDO	28	2,049,224	04/01/1997
HAILSTORM CATAPULT	28	2,266,706	08/03/1999
HAMMERON	28	2,140,415	03/03/1998
HAZRESCUE FOUR	28	2,466,495	07/03/2001
HEAD BUTTING ROBOGOAT	28	2,115,663	11/25/1997
HORNITOR	28	2,063,819	05/20/1997
HORRIBELLE	28	2,152,289	04/21/1998
HUNTER CLAW	28	2,105,887	10/14/1997
ICE LORD OF TEMRA	28	2,286,660	10/12/1999
INFRALIGHT POWER RANGER	28	2,506,457	11/13/2001
INVENUSABLE FLY TRAP	28	2,057,605	04/29/1997
IT'S MORPHIN TIME	25	2,037,480	02/11/1997
IT'S MORPHIN TIME	41	2,201,592	11/03/1998
IVAN OOZE	28	2,099,823	09/23/1997
IVAR	28	2,247,643	05/25/1999
JARA	16	2,219,233	01/19/1999
JARA	28	2,137,784	02/17/1998
JET JAMMER	28	2,399,823	10/31/2000
KIDD VIDEO & Design	41	1,395,261	05/27/1986
LADYBORG	28	2,217,709	01/12/1999

SCHEDULE "B"

TRADEMARK REGISTRATIONS

Trademark	Cl.	Reg. No.	Reg. Date
-----	---	-----	-----
LERIGOT	28	2,157,539	05/12/1998
LIBRA HOME ENTERTAINMENT	41	2,067,505	06/03/1997
LIBRA PICTURES INTERNATIONAL	9	2,029,135	01/07/1997
LIBRA PICTURES INTERNATIONAL	41	2,070,213	06/10/1997
LIGHTNING BAT OF TEMRA	28	2,296,904	11/30/1999
LIGHTNING CRUISER	28	2,153,132	04/21/1998
LIGHTNING FIRE TAMER	28	2,151,473	04/14/1998
LIGHTNINGBORG	28	2,217,708	01/12/1999
LIGHTSPEED CYCLE	28	2,501,745	10/30/2001
LIGHTSPEED MEGAZORD	28	2,501,743	10/30/2001
LIGHTSPEED POWER RANGER	28	2,501,742	10/30/2001
LIGHTSTAR POWER RANGER	28	2,327,670	03/14/2000
LIGHTSTAR POWER RANGER	28	2,368,726	07/18/2000
LION GALACTAZORD	28	2,368,238	07/18/2000
LUGAD	28	2,377,162	08/15/2000
LUNAR BLACK POWER RANGER	28	2,375,833	08/08/2000
LUNAR PINK POWER RANGER	28	2,379,933	08/22/2000
LUNAR SILVER POWER RANGER	28	2,375,832	08/08/2000
MAGMAVORE	28	2,505,224	11/06/2001
MAGNA DEFENDER	28	2,321,920	02/22/2000
MAGNAVORS	28	2,155,681	05/05/1998
MAGNO	28	2,214,862	12/29/1998
MALIGORE	28	2,157,540	05/12/1998
MAMMOTH BATTLE BIKE	28	2,055,232	04/22/1997
MAMMOTH SHIELD	28	2,162,262	06/02/1998
MASKED RIDER	9	2,086,189	08/05/1997
MASKED RIDER	16	2,079,595	07/15/1997
MASKED RIDER	20	2,074,190	06/24/1997
MASKED RIDER	21	2,125,854	12/30/1997
MASKED RIDER	25	2,070,218	06/10/1997
MASKED RIDER	28	2,079,594	07/15/1997
MASKED RIDER	41	2,065,421	05/27/1997
MASKED RIDER SUPER BLUE	28	2,112,453	11/11/1997
MASKED RIDER SUPER GOLD	28	2,112,452	11/11/1997
MASTER VILE	28	2,049,225	04/01/1997
MAX SOLARZORD	28	2,502,049	10/30/2001
MECHANIZER	28	2,086,447	08/05/1997
MEDRESCUE FIVE	28	2,506,086	11/13/2001
MEGA BLUE BEETLEBORG	28	2,157,632	05/12/1998
MEGA TANK	28	2,199,918	10/27/1998
MEGA VOYAGER	28	2,260,881	07/13/1999
MEGA WINGER	28	2,253,544	06/15/1999
MEGAZOID	12	2,112,729	11/11/1997
MEGAZORD	28	1,982,805	06/25/1996

SCHEDULE "B"

TRADEMARK REGISTRATIONS

Trademark	Cl.	Reg. No.	Reg. Date
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MERRICK THE BARBARIC	28	2,057,602	04/29/1997
METALLIX BATON	28	2,241,056	04/20/1999
METALLIX GRAPPLER	28	2,171,910	07/07/1998
METALLIX LANCER	28	2,177,497	07/28/1998
MIGHTY MORPHIN ALIEN RANGERS	28	2,101,974	09/30/1997
MIGHTY MORPHIN POWER RANGERS	9	1,891,642	04/25/1995
MIGHTY MORPHIN POWER RANGERS	28	1,933,464	11/07/1995
MIGHTY MORPHIN POWER RANGERS	28	2,167,809	06/23/1998
MIGHTY MORPHIN POWER RANGERS	41	1,872,048	01/03/1995
MIGHTY MORPHIN POWER RANGERS	18	2,100,616	09/30/1997
MIGHTY MORPHIN POWER RANGERS & Desig	3	2,114,987	11/25/1997
MIGHTY MORPHIN POWER RANGERS KARATE	9	2,145,006	03/17/1998
MISCELLANEOUS DESIGN (SABAN Logo)	41	2,152,453	04/21/1998
MOMENT OF TRUTH	41	2,307,789	01/11/2000
MONSTER FARM	41	2,388,191	09/19/2000
MORDANT	28	2,049,226	04/01/1997
MORPHIN SERIES	9	2,203,417	11/17/1998
MOUNTAIN BLASTER	28	2,192,639	09/29/1998
MOUSE AND THE MONSTER, THE	41	2,111,330	11/04/1997
MUCANT	28	2,153,655	04/28/1998
MUMS	28	2,159,650	05/19/1998
MUTANT MARAUDERS	28	2,077,893	07/08/1997
MY FIRST FAIRY TALE	9	2,030,417	01/14/1997
MYSTIC KNIGHT OF AIR	28	2,264,559	07/27/1999
MYSTIC KNIGHT OF EARTH	28	2,244,627	05/11/1999
MYSTIC KNIGHT OF FIRE	28	2,251,298	06/08/1999
MYSTIC KNIGHT OF FOREST	28	2,449,531	05/08/2001
MYSTIC KNIGHT OF WATER	28	2,264,560	07/27/1999
MYSTIC KNIGHTS MOBILE DEFENDER	28	2,332,607	03/21/2000
MYSTIC KNIGHTS OF TIR NA NOG	16	2,428,670	02/13/2001
MYSTIC KNIGHTS OF TIR NA NOG	25	2,404,526	11/14/2000
MYSTIC KNIGHTS OF TIR NA NOG	41	2,448,068	05/01/2001
MYSTIC KNIGHTS OF TIR NA NOG	28	2,302,307	12/21/1999
MYSTIC KNIGHTS OF TIR NA NOG	41	2,317,309	02/08/2000
NINJA KID	28	1,493,272	06/21/1988
NINJA MEGAFALCONZORD	28	2,012,673	10/29/1996
NINJA MEGAZORD	28	2,056,012	04/22/1997
NINJA RANGERS	28	2,095,451	09/09/1997
NINJA ULTRAZORD	28	2,025,966	12/24/1996
NINJOR	28	2,080,150	07/15/1997
NOXIC	16	2,219,235	01/19/1999
NOXIC	28	2,133,163	01/27/1998
NUKUS	28	2,142,258	03/10/1998
OMEGA MEGAZORD	28	2,503,000	10/30/2001

SCHEDULE "B"

TRADEMARK REGISTRATIONS

Trademark	Cl.	Reg. No.	Reg. Date
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PECK ATTACK PECKSTER	28	2,125,635	12/30/1997
PHANTOM RANGER	28	2,153,133	04/21/1998
PHOTONIMATOR	28	2,127,168	01/06/1998
PINK ASTRO ARMOR RANGER	28	2,290,276	11/02/1999
PINK RANGER	28	2,102,457	10/07/1997
PINK TURBO RANGER	28	2,137,906	02/17/1998
PIRANTIS HEAD	28	2,049,227	04/01/1997
PLATINUM PURPLE BEETLEBORG	28	2,160,127	05/26/1998
PLATINUM PURPLE BV	28	2,152,017	04/21/1998
POWER CANNON	28	1,939,712	12/05/1995
POWER IS ON, THE	25	2,084,576	07/29/1997
POWER RANGERS	9	2,449,339	05/08/2001
POWER RANGERS	18	2,314,807	02/01/2000
POWER RANGERS	21	2,075,946	07/01/1997
POWER RANGERS	25	2,178,719	08/04/1998
POWER RANGERS	25	2,146,986	03/31/1998
POWER RANGERS	28	2,288,081	10/19/1999
POWER RANGERS	41	1,893,768	05/09/1995
POWER RANGERS	18	2,211,937	12/15/1998
POWER RANGERS	9	2,506,350	11/13/2001
POWER RANGERS	16	2,506,456	11/13/2001
POWER RANGERS	25	2,510,411	11/20/2001
POWER RANGERS	28	2,506,458	11/13/2001
POWER RANGERS	41	2,506,454	11/13/2001
POWER RANGERS IN SPACE	9	2,388,094	09/19/2000
POWER RANGERS IN SPACE	16	2,316,968	02/08/2000
POWER RANGERS IN SPACE	25	2,316,969	02/08/2000
POWER RANGERS IN SPACE	28	2,383,569	09/05/2000
POWER RANGERS IN SPACE	41	2,206,211	11/24/1998
POWER RANGERS IN SPACE	28	2,286,769	10/12/1999
POWER RANGERS IN SPACE	16	2,286,770	10/12/1999
POWER RANGERS IN SPACE	25	2,286,766	10/12/1999
POWER RANGERS LIGHTSPEED RESCUE	18	2,502,717	10/30/2001
POWER RANGERS LIGHTSPEED RESCUE	25	2,502,698	10/30/2001
POWER RANGERS LIGHTSPEED RESCUE	28	2,502,699	10/30/2001
POWER RANGERS LIGHTSPEED RESCUE	21	2,495,936	10/09/2001
POWER RANGERS LIGHTSPEED RESCUE	9	2,506,133	11/13/2001
POWER RANGERS LOST GALAXY	16	2,428,739	02/13/2001
POWER RANGERS LOST GALAXY	18	2,367,022	07/11/2000
POWER RANGERS LOST GALAXY	28	2,428,740	02/13/2001
POWER RANGERS LOST GALAXY	41	2,320,663	02/22/2000
POWER RANGERS TURBO	16	2,159,467	05/19/1998
POWER RANGERS TURBO	25	2,157,439	05/12/1998
POWER RANGERS TURBO	28	2,159,466	05/19/1998

SHEDULE "B"

TRADEMARK REGISTRATIONS

Trademark -----	Cl.	Reg. No.	Reg. Date -----
POWER RANGERS TURBO	41	2,211,461	12/15/1998
POWER RANGERS VS. KING SPHINX	25	2,190,289	09/22/1998
POWER RANGERS ZEO	9	2,100,045	09/23/1997
POWER RANGERS ZEO	16	2,155,224	05/05/1998
POWER RANGERS ZEO	25	2,155,225	05/05/1998
POWER RANGERS ZEO	28	2,155,226	05/05/1998
POWER RANGERS ZEO	41	2,098,116	09/16/1997
POWER RANGERS ZEO POWERACTIVE MATH	9	2,163,249	06/09/1998
POWER RANGERS ZEO POWERACTIVE WORDS	9	2,163,250	06/09/1998
POWER ZORDS	28	2,116,499	11/25/1997
POWERACTIVE LEARNING	9	2,188,696	09/15/1998
POWERMORPHER	28	1,982,804	06/25/1996
PTERODACTYL DINOZORD	28	2,055,686	04/22/1997
PTERODACTYL SIDE CAR	28	1,944,519	12/26/1995
PULSABER	28	2,102,154	09/30/1997
PUNCH A BUNCH	28	2,088,443	08/12/1997
PUTTY PATROL	28	2,067,401	06/03/1997
PYRAMIDAS THE CARRIER ZORD	28	2,089,782	08/19/1997
PYRE, THE FIRE DRAGON OF DARE	28	2,362,910	06/27/2000
QUADRAFIIGHTER	28	2,078,067	07/08/1997
QUADROBLASTER	28	2,209,009	12/08/1998
QUASAR SABER	28	2,324,524	02/29/2000
RAIL RESCUE FIVE	28	2,458,388	06/05/2001
RAIL RESCUE FOUR	28	2,468,380	07/10/2001
RAIL RESCUE ONE	28	2,458,385	06/05/2001
RAIL RESCUE THREE	28	2,447,131	04/24/2001
RAIL RESCUE TWO	28	2,458,387	06/05/2001
RAM'S BONE BATTERING RAM	28	2,295,256	11/30/1999
RED ASTRO ARMOR RANGER	28	2,281,744	09/28/1999
RED BATTLIZED POWER RANGER	28	2,262,811	07/20/1999
RED LIGHTNING	28	2,120,612	12/09/1997
RED MEGA LAUNCHING POWER RANGER	28	2,259,329	07/06/1999
RED RANGER	28	2,102,456	10/07/1997
RED STRIKER AV	28	2,118,873	12/09/1997
RED STRIKER BEETLEBORG	16	2,155,350	05/05/1998
RED STRIKER BEETLEBORG	28	2,131,098	01/20/1998
RED TURBO RANGER	28	2,159,506	05/19/1998
RESCUE ARMOR POWER RANGER	28	2,495,935	10/09/2001
RESCUE BLASTER	28	2,501,744	10/30/2001
RESCUE MEGAZORD	28	2,175,163	07/21/1998
RESCUE MORPHER	28	2,464,478	06/26/2001
RESCUE POWER RANGER	28	2,503,001	10/30/2001
RESCUE SPEEDER	28	2,495,938	10/09/2001
RESCUE TITANIUM RANGER	28	2,525,914	01/01/2002

SCHEDULE "B"

TRADEMARK REGISTRATIONS

Trademark	Cl.	Reg. No.	Reg. Date
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RESCUE ZORDS	28	2,151,472	04/14/1998
RESCUEBIRD	28	2,458,389	06/05/2001
RHINO BLASTER	28	2,049,228	04/01/1997
RITO REVOLTO	28	2,052,771	04/15/1997
ROBO RACER	28	2,269,131	08/10/1999
ROBOBORG	28	2,177,495	07/28/1998
ROBOSECT	28	2,026,054	12/24/1996
ROBOTIC ARSENAL MOBILIZER	28	2,121,503	12/16/1997
ROCK WOLF OF TEMRA	28	2,296,903	11/30/1999
ROHAN	28	2,289,949	11/02/1999
ROLLING DRAGON BOW	28	2,324,523	02/29/2000
RYGOG	28	2,100,428	09/23/1997
SABA THE TALKING TIGER SABER	28	1,999,115	09/10/1996
SABAN	41	2,152,452	04/21/1998
SABAN & Design	41	1,862,824	11/15/1994
SABAN VIDEO and Design	9	1,858,431	10/18/1994
SABAN'S COOL KIDS RECORDS	9	2,084,293	07/29/1997
SABERTOOTH TIGER DINOZORD	28	1,975,618	05/28/1996
SABERTOOTH TIGER SIDE CAR	28	1,892,226	05/02/1995
SCAB	28	2,090,044	08/19/1997
SCORPITAN	28	2,057,603	04/29/1997
SCORPIX	28	2,215,165	12/29/1998
SEA SERPENT OF TEMRA	28	2,296,905	11/30/1999
SECRET FILES OF THE SPY DOGS, THE	41	2,411,072	12/05/2000
SECRET FILES OF THE SPY DOGS, THE	41	2,296,278	11/30/1999
SENTURION CYCLE	28	2,135,039	02/03/1998
SENTURION SYNERGIZER	28	2,139,705	02/24/1998
SHADOW BORG	16	2,155,351	05/05/1998
SHADOW BORG	28	2,120,418	12/09/1997
SHARK CYCLE	28	2,044,491	03/11/1997
SHOGUN MEGAZORD	28	2,025,967	12/24/1996
SHOGUN ULTRAZORD	28	2,024,570	12/17/1996
SIDE POWER CANNON	28	2,002,067	09/24/1996
SILO	28	2,125,128	12/30/1997
SILVER BATTLIZED POWER RANGER	28	2,262,810	07/20/1999
SILVER HORNS	28	2,049,229	04/01/1997
SILVER MEGA LAUNCHING POWER RANGER	28	2,255,526	06/22/1999
SIREN BLASTER	28	2,153,131	04/21/1998
SKELERENA	28	2,050,977	04/08/1997
SKULL REAPER	28	2,026,055	12/24/1996
SLOTSKY	28	2,039,189	02/18/1997
SNATCH ATTACK SPIDERTRON	28	2,115,660	11/25/1997
SOCADILLO	28	2,052,757	04/15/1997
SONIC LASER	28	2,168,016	06/23/1998

SCHEDULE "B"

TRADEMARK REGISTRATIONS

Trademark	Cl.	Reg. No.	Reg. Date
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SPACE ANDROID	28	2,368,748	07/18/2000
SPACE BUCCANEER	28	2,368,738	07/18/2000
SPACE GOOFS	41	2,195,590	10/13/1998
STAG BEETLE	28	2,059,497	05/06/1997
STAR RACER	28	2,160,107	05/26/1998
STAR SLINGER	28	2,286,420	10/12/1999
STAROID	28	2,168,266	06/23/1998
STEAMY MEANY	28	2,052,758	04/15/1997
STINGER BLADE	28	2,104,134	10/07/1997
STINGER DRILL	28	2,090,045	08/19/1997
STORM BLASTER	28	2,153,130	04/21/1998
STRATOFORCE MEGAZORD	28	2,375,211	08/08/2000
STRIKER BLASTER	28	2,098,254	09/16/1997
SUPER CHOPPER	28	2,155,127	05/05/1998
SUPER SILVERIZER	28	2,373,554	08/01/2000
TEKNOMAN	41	2,027,344	12/31/1996
TENGU WARRIOR	28	2,050,225	04/08/1997
TENKO AND THE GUARDIANS OF THE MAGIC	41	2,070,328	06/10/1997
TERRA MACE	28	2,249,450	06/01/1999
TERRA SLING	28	2,337,622	04/04/2000
THERMO BLASTER	28	2,465,325	07/03/2001
THUNDER LOADER	28	2,157,719	05/12/1998
THUNDER STINGER	28	2,120,638	12/09/1997
TITANIUM LAND CRAWLER	28	2,506,453	11/13/2001
TITANIUM SILVER BEETLEBORG	25	2,211,868	12/15/1998
TITANIUM SILVER BEETLEBORG	28	2,114,255	11/18/1997
TITANIUM SILVER BV	28	2,142,265	03/10/1998
TOROZORD	28	2,324,519	02/29/2000
TRANS-ARMOR CYCLE	28	2,500,964	10/23/2001
TRANSDAGGER	28	2,321,922	02/22/2000
TRANSMORPHER	28	2,321,923	02/22/2000
TRICERATOPS DINOZORD	28	2,087,949	08/12/1997
TURBINE LASER	28	2,173,160	07/14/1998
TURBO BLADE	28	2,105,033	10/14/1997
TURBO CART	28	2,117,686	12/02/1997
TURBO HAND BLASTER	28	2,158,210	05/19/1998
TURBO LIGHTNING SWORD	28	2,159,978	05/26/1998
TURBO MEGAZORD	28	2,155,483	05/05/1998
TURBO MORPHER	28	2,133,384	01/27/1998
TURBO NAVIGATOR	28	2,133,350	01/27/1998
TURBO R.A.M.	28	2,117,611	12/02/1997
TURBO RANGER	25	2,177,284	07/28/1998
TURBO RANGERS	28	2,243,070	05/04/1999
TURBO ROBOTIC ARSENAL MOBILIZER	28	2,113,757	11/18/1997

SCHEDULE "B"

TRADEMARK REGISTRATIONS

Trademark	Cl.	Reg. No.	Reg. Date
TURBO STAR CHARGES	28	2,148,331	03/31/1998
TURBO THUNDER CANNON	28	2,159,979	05/26/1998
TURBO WIND FIRE	28	2,153,074	04/21/1998
TURBO ZORD	28	2,137,507	02/17/1998
TYPHUS	16	2,219,236	01/19/1999
TYPHUS	28	2,086,535	08/05/1997
TYRUNE	28	2,286,696	10/12/1999
TYRUNE, THE THREE-HEADED HYDRA OF TE	28	2,286,695	10/12/1999
UNCTUOUS	28	2,098,253	09/16/1997
VAMPIRUS	28	2,087,858	08/12/1997
VE XOR	16	2,219,237	01/19/1999
VE XOR	28	2,090,046	08/19/1997
VILOR	28	2,142,259	03/10/1998
VISCERON	28	2,153,134	04/21/1998
WARRIOR OF TEMRA	28	2,332,612	03/21/2000
WARRIOR WHEEL	28	2,089,883	08/19/1997
WHITE BLASTER BEETLEBORG	28	2,159,015	05/19/1998
WHITE RANGER	28	1,947,542	01/09/1996
WHY WHY FAMILY, THE	41	2,139,808	02/24/1998
WILD CAT GALACTAZORD	28	2,324,522	02/29/2000
WIND CHASER	28	2,149,541	04/07/1998
WIND RESCUE	28	2,157,720	05/12/1998
WOLF GALACTAZORD	28	2,332,608	03/21/2000
WOLF NINJAZORD	28	2,007,077	10/08/1996
WOLFGANG SMITH	28	2,155,678	05/05/1998
X-RAY LIGHTSPEED RACER	28	2,495,939	10/09/2001
X-RAY RESCUE MEGAZORD	28	2,501,746	10/30/2001
YELLOW ASTRO ARMOR RANGER	28	2,281,745	09/28/1999
YELLOW RANGER	28	2,096,220	09/16/1997
YELLOW TURBO RANGER	28	2,181,164	08/11/1998
ZEO BLASTER	28	2,103,965	10/07/1997
ZEO CANNON	28	2,084,713	07/29/1997
ZEO CRYSTALS	28	2,101,968	09/30/1997
ZEO JET CYCLE	28	2,091,913	08/26/1997
ZEO LASER BLADE	28	2,173,006	07/14/1998
ZEO LASER PISTOL	28	2,107,689	10/21/1997
ZEO MEGAZORD	28	2,100,008	09/23/1997
ZEO RANGER	28	2,105,797	10/14/1997
ZEO ZORD	28	2,109,593	10/28/1997
ZEONIZER	28	2,130,978	01/20/1998

Office of the Secretary of 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 "SABAN ENTERTAINMENT, INC.", CHANGING ITS NAME FROM "SABAN ENTERTAINMENT, INC." TO "BVS ENTERTAINMENT, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF NOVEMBER, A.D. 2001, AT 10 O'CLOCK A.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: 1448444

DATE: 11-15-01

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TRADEMARK
REEL: 002463 FRAME: 0915

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
SABAN ENTERTAINMENT, INC.**

Saban Entertainment, Inc., a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, has adopted resolutions setting forth and declaring advisable the following amendments to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of Saban Entertainment, Inc., a Delaware corporation (the "Corporation"), which was originally filed with the Secretary of State on July 14, 1989, be, and it hereby is, amended by striking out the corporation title and paragraph FIRST thereof and inserting in lieu thereof the following:

**"CERTIFICATE OF INCORPORATION
OF
BVS ENTERTAINMENT, INC."**

"FIRST: The name of the corporation is BVS Entertainment, Inc."

; and

FURTHER RESOLVED, that the registered office and registered agent for service of process on the Corporation, be, and it hereby is, amended by striking out paragraph SECOND thereof and inserting in lieu thereof the following:


"SECOND: The address of the registered office of the Corporation in the State of Delaware in Corporation Trust Center, 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at that address is The Corporation Trust Company."

SECOND: That in lieu of action at an annual or special meeting of stockholders, the stockholders of the Corporation have given unanimous written consent to said amendment in accordance with the provisions of Section 228(a) of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendments were duly adopted in accordance with the applicable provisions of Sections 228(a) and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Saban Entertainment, Inc., has caused this Certificate to be signed by Joseph M. Santaniello, its Vice President and Assistant Secretary, this 6th day of November, 2001.

SABAN ENTERTAINMENT, INC.

By: 

David K. Thompson
Its: Vice President and Assistant Secretary