

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the Name of Assignor previously recorded on Reel 003130 Frame 0826. Assignor(s) hereby confirms the assigns the entire interest and goodwill..

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CrossGen Entertainment, Inc.		10/28/2004	CORPORATION: FLORIDA
CrossGen Intellectual Property, LLC		10/28/2004	LIMITED LIABILITY COMPANY: FLORIDA
CrossGen Technologies, LLC		10/28/2004	LIMITED LIABILITY COMPANY: FLORIDA

RECEIVING PARTY DATA

Name:	Cal Publishing, LLC
Street Address:	500 South Buena Vista Street
City:	Burbank
State/Country:	CALIFORNIA
Postal Code:	91521
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 60

Property Type	Number	Word Mark
Registration Number:	2418911	CROSSGEN COMICS
Registration Number:	2422961	CROSSGENERATION
Registration Number:	2418910	CROSSGENERATION COMICS
Registration Number:	2592309	CROSSGENESIS
Registration Number:	2580152	CRUX
Registration Number:	2595936	NEGATION
Registration Number:	2695296	SAURIANS
Registration Number:	2589173	SCION
Registration Number:	2592310	SIGIL
Registration Number:	2733119	SIGIL WEAR

CH \$1515.00 2418911

Registration Number:	2572171	SOJOURN
Registration Number:	2524075	
Registration Number:	2486346	THE FIRST
Registration Number:	2580119	THE PATH
Serial Number:	76437212	BRATH
Serial Number:	78237927	CG UNIVERSE
Serial Number:	78237835	CGCYCLOPEDIA
Serial Number:	78212157	CHAMELEON
Serial Number:	78237821	CHAMELEON
Serial Number:	76501580	CODE 6
Serial Number:	76501579	CODE 6 COMICS
Serial Number:	76394764	COMICS ON THE WEB
Serial Number:	76396118	COMPENDIA SERIES
Serial Number:	78237912	CROSSGEN UNIVERSE
Serial Number:	76436307	CRUX
Serial Number:	78234540	DEMONWARS
Serial Number:	78234735	EL CAZADOR
Serial Number:	78373940	HELLION
Serial Number:	76055322	KID SIGIL
Serial Number:	76436309	MERIDIAN
Serial Number:	75863742	MERIDIAN
Serial Number:	75983218	MERIDIAN
Serial Number:	76418710	MONTHLY COMICS FOR YOUR BOOKSHELF
Serial Number:	76436312	MYSTIC
Serial Number:	75863738	MYSTIC
Serial Number:	76436306	NEGATION
Serial Number:	76001299	PSEUDOSAUR
Serial Number:	78373830	RAVEN HOUSE
Serial Number:	78145787	ROUTE 666
Serial Number:	76381686	ROUTE 666
Serial Number:	76436305	RUSE
Serial Number:	76268200	RUSE
Serial Number:	76445073	SAURIANS
Serial Number:	76436313	SAURIANS
Serial Number:	76387299	SAURIANS

Serial Number:	76436310	SCION
Serial Number:	76235512	SCION
Serial Number:	76436311	SIGIL
Serial Number:	76235511	SIGIL
Serial Number:	76436304	SOJOURN
Serial Number:	76399177	SOLUS
Serial Number:	75942749	SQUIT
Serial Number:	78212167	TAOSHIFT
Serial Number:	76358202	THE ADVERSARY
Serial Number:	78234568	THE CROSSOVERS
Serial Number:	76436308	THE FIRST
Serial Number:	76436303	THE PATH
Serial Number:	76436302	THE WAY OF THE RAT
Serial Number:	78218019	VECTOR
Serial Number:	76374046	WAY OF THE RAT

CORRESPONDENCE DATA

Fax Number: (818)848-6424
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 818-560-7646
Email: trademarks@disney.com
Correspondent Name: Steven Plotkin
Address Line 1: 500 South Buena Vista Street
Address Line 4: Burbank, CALIFORNIA 91521

NAME OF SUBMITTER:	Steven Plotkin
Signature:	/Steve.Plotkin4355/
Date:	12/21/2005

Total Attachments: 17
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03-09-2005

SHEET



PLY

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To the Honorable Commissioner

102955973

Please record the attached original documents or copy thereof.

3-7-05

1. Name of conveying party(ies):
 CrossGeneration Comics, Inc.
 4023 Tampa Road, Suite 2400
 Oldsmar, FL 34677

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

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

2. Name and address of receiving party(ies):

Name: Cal Publishing, LLC

Internal Address: _____

Street Address: 500 South Buena Vista Street

City: Burbank State: CA ZIP: 91521

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Limited Liability Company,
Delaware

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 Date: October 28, 2004

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

A. Trademark Application No.(s)
78/373,927
78/373,805
76/399,050

Additional numbers attached? Yes No - see attachment "B"

B. Trademark Registration No.(s)
2733294
2418912
2724688

OPR/FINANCE
 MAR -7 AM 7:16

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

Name: THE WALT DISNEY COMPANY

Internal Address: Teri Mareks

Street Address: 500 South Buena Vista Street

City: Burbank State: CA ZIP: 91521-0662

6. Total number of applications and registrations involved: 66

7. Total fee (37 CFR 3.41): \$ _____

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
23-0130


(Attach duplicate copy of this page if paying by deposit account)

03/08/2005 ECOMPER 00000107 78373927
 01 FC:0521 40.00 DA
 02 FC:0522 1625.00 DA

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.

Steven Plotkin
 Attorney for Applicant

 8/26/05

~~03/08/2005 ECOMPER 00000107 78373927~~
~~01 FC:0521 40.00 DA~~

Signature _____ Date _____

Total number of pages of this document: 3

ASSIGNMENT OF TRADEMARKS

For the consideration set forth in that certain Asset Purchase Agreement dated October 18, 2004 (the "PURCHASE AGREEMENT") by and between CrossGen Entertainment, Inc., a Florida Corporation, CrossGen Intellectual Property, LLC, a Florida limited liability company, and CrossGen Technologies, LLC, a Florida limited liability company (collectively, "ASSIGNORS"), and Cal Publishing, LLC, a Delaware limited liability company (hereinafter ASSIGNEE), ASSIGNORS do hereby sell, assign, transfer, and convey to ASSIGNEE all worldwide rights, title and interest in and to, and to the use of, the trademarks and service marks identified on Schedule A attached hereto, which schedule is herein incorporated by reference, the goodwill and business symbolized thereby, and the applications and/or registrations thereof identified in said Schedule A (all of which are collectively referred to as the "MARKS"), together with the right to recover for past acts of infringement of the MARKS.

ASSIGNORS are conveying to ASSIGNEE good and marketable title to all the MARKS, free and clear of all liens and encumbrances; provided however, that this Assignment of Trademarks is subject in all respects to the provisions of the PURCHASE AGREEMENT and is not intended in any way to supersede, modify or qualify any provision of the PURCHASE AGREEMENT.


ASSIGNORS hereby covenant and agree that they will, at the request of ASSIGNEE and without further consideration, execute and deliver, and will cause their employees and agents to execute and deliver, such other instruments of sale, transfer, conveyance and assignment, and take such other action as may reasonably be necessary to more effectively sell, transfer, convey, assign and deliver to, and vest in, ASSIGNEE, its successors and assigns, good, clear, record and marketable title to the MARKS, and to put ASSIGNEE in actual possession thereof, to assist ASSIGNEE in exercising all rights with respect thereto and to carry out the purpose and intent of the PURCHASE AGREEMENT.

ASSIGNEE may hereafter file and prosecute such applications, maintain such registrations, and take such action to enforce and defend the rights hereby acquired by ASSIGNEE as ASSIGNEE in its sole discretion deems appropriate.

The United States Patent and Trademark Office is hereby authorized to deliver to ASSIGNEE, its attorneys, agents, successors or assigns, all official documents and communications as may be warranted by this Assignment of Trademarks.

IN WITNESS WHEREOF, the undersigned have affixed their signatures this 28th day of
October 2004.


CROSSGEN ENTERTAINMENT, INC.

By: 
Name: Jennifer Hernandez
Title: Vice President

CROSSGEN TECHNOLOGIES, LLC.

By and through its Managing Member,

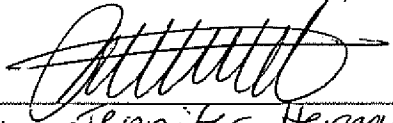
CROSSGEN ENTERTAINMENT, INC.

By: 
Name: Jennifer Hernandez
Title: Vice President

CROSSGEN INTELLECTUAL PROPERTY, LLC.

By and through its Managing Member,

CROSSGEN ENTERTAINMENT, INC.

By: 
Name: Jennifer Hernandez
Title: Vice President

SCHEDULE A

Serial Number	Reg. Number	Word Mark	Class
78373927	Pending	ABADAZAD	16
78373805	Pending	AMERICAN POWER	16
PENDING	Pending	ANIMAGINARY TAIL	16
PENDING	Pending	BEEVEE	9
<u>76399050</u>	PENDING	<u>BRATH</u>	9,28,41
<u>76437212</u>	PENDING	<u>BRATH</u>	16
PENDING	Pending	BRIDGES	9, 16
78237927	PENDING	CG UNIVERSE	16
78237835	PENDING	CGCYCLOPEDIA	9, 16
<u>78212157</u>	PENDING	<u>CHAMELEON</u>	9
78237821	PENDING	CHAMELEON	9
76395297	2733294	<u>CHIMERA Notice of Allowance rec'd</u>	16
<u>76501580</u>	PENDING	<u>CODE 6</u>	16
<u>76501579</u>	PENDING	<u>CODE 6 COMICS</u>	16
<u>76394764</u>	Pending	<u>COMICS ON THE WEB</u>	9,16
<u>76396118</u>	PENDING	<u>COMPENDIA</u>	16
PENDING	Pending	CRITTER JUNCTION	16
<u>75772889</u>	<u>2418912</u>	<u>CROSSGEN</u>	16
<u>75863735</u>	2724688	<u>CROSSGEN CHRONICLES</u>	16
PENDING	PENDING	<u>Allowed for Registration</u>	16
<u>75772888</u>	<u>2418911</u>	CROSSGEN COLLECTIBLES	28
78237912	PENDING	<u>CROSSGEN COMICS</u>	16
<u>75772887</u>	<u>2422961</u>	CROSSGEN UNIVERSE	16
<u>75772886</u>	<u>2418910</u>	<u>CROSSGENERATION</u>	16
<u>75863744</u>	<u>2592309</u>	<u>CROSSGENERATION COMICS</u>	16
<u>76154490</u>	<u>2580152</u>	<u>CROSSGENESIS</u>	16
<u>76436307</u>	PENDING	<u>CRUX</u>	16
78234540	PENDING	<u>CRUX</u>	9,28,41
78234735	PENDING	DEMONWARS	16
78373940	Pending	EL CAZADOR	16
PENDING	Pending	HELLION	16
<u>76055322</u>	PENDING	JILLIAN OF THE JUNGLE	16
PENDING	Pending	<u>KID SIGIL</u>	16
PENDING	Pending	LEARNING ILLUSTRATED	16
<u>76436309</u>	PENDING	<u>MERIDIAN</u>	9,28,41
<u>75863742</u>	PENDING	<u>MERIDIAN</u>	9,28
<u>75983218</u>	PENDING	<u>MERIDIAN Statement of Use</u>	16
PENDING	Pending	<u>Processing Complete</u>	16
<u>76418710</u>	PENDING	MONSTER RALLY	16
<u>76436312</u>	PENDING	<u>MONTHLY COMICS FOR YOUR</u>	16
<u>75863738</u>	PENDING	<u>BOOKSHELF</u>	9,28,41
<u>76258158</u>	<u>2595936</u>	<u>MYSTIC</u>	16
<u>76436306</u>	PENDING	<u>MYSTIC</u>	16
		<u>NEGATION</u>	16
		<u>NEGATION</u>	9,28,41

SCHEDULE A

<u>76001299</u>	PENDING	<u>PSEUDOSAUR</u>	28
<u>78373830</u>	Pending	<u>RAVEN HOUSE</u>	16
<u>PENDING</u>	Pending	<u>RETRO ROBOT</u>	16
<u>78145787</u>	PENDING	<u>ROUTE 666</u>	9,28,41
		<u>ROUTE 666 Notice of Allowance</u>	
<u>76381686</u>	PENDING	<u>rec'd</u>	16
<u>76436305</u>	PENDING	<u>RUSE</u>	9,28,41
<u>76268200</u>	PENDING	<u>RUSE—Notice of Allowance rec'd</u>	16
<u>76384923</u>	<u>2695296</u>	<u>SAURIANS</u>	16
<u>76445073</u>	PENDING	<u>SAURIANS</u>	41
<u>76436313</u>	PENDING	<u>SAURIANS</u>	9,28,41
		<u>SAURIANS Notice of Allowance</u>	
<u>76387299</u>	PENDING	<u>rec'd</u>	9
<u>75863745</u>	<u>2589173</u>	<u>SCION</u>	16
<u>76436310</u>	PENDING	<u>SCION</u>	9,28,41
<u>76235512</u>	PENDING	<u>SCION</u>	9
<u>75863746</u>	<u>2592310</u>	<u>SIGIL</u>	16
<u>76436311</u>	PENDING	<u>SIGIL</u>	9,28,41
<u>76235511</u>	PENDING	<u>SIGIL Notice of Allowance rec'd</u>	9,28,41
<u>76326853</u>	<u>2733119</u>	<u>SIGIL WEAR</u>	25
<u>76192385</u>	<u>2572171</u>	<u>SOJOURN</u>	16
<u>76436304</u>	PENDING	<u>SOJOURN</u>	9,28,41
<u>76399177</u>	PENDING	<u>SOLUS</u>	16
<u>75942749</u>	PENDING	<u>SQUIT</u>	9,28
<u>78212167</u>	PENDING	<u>TAOSHIFT</u>	9
		<u>THE ADVERSARY Notice of</u>	
<u>76358202</u>	PENDING	<u>Allowance rec'd</u>	16
		<u>THE ADVERSARY Notice of</u>	
<u>76358202</u>	Pending	<u>Allowance rec'd</u>	16
<u>PENDING</u>	PENDING	<u>THE BETTER VIEWER</u>	9
<u>75831379</u>	<u>2524075</u>	<u>The CrossGen "sigil"</u>	16
<u>78234568</u>	PENDING	<u>THE CROSSOVERS</u>	16
<u>76059217</u>	<u>2486346</u>	<u>THE FIRST</u>	16
<u>76436308</u>	PENDING	<u>THE FIRST</u>	9,28,41
<u>76135851</u>	<u>2580119</u>	<u>THE PATH</u>	16
<u>76436303</u>	PENDING	<u>THE PATH</u>	9,28,41
<u>76436302</u>	PENDING	<u>THE WAY OF THE RAT</u>	9,28,41
<u>78218019</u>	PENDING	<u>VECTOR</u>	16
		<u>WAY OF THE RAT Notice of</u>	
<u>76374046</u>	PENDING	<u>Allowance rec'd</u>	16