

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	AMENDED AND RESTATED INTELLECTUAL PROPERTY SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
LEAPFROG ENTERPRISES, INC.		08/13/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	BANK OF AMERICA, N.A.
Street Address:	55 SOUTH LAKE AVENUE, SUITE 900
City:	PASADENA
State/Country:	CALIFORNIA
Postal Code:	91101
Entity Type:	NATIONAL ASSOCIATION: UNITED STATES

PROPERTY NUMBERS Total: 139

Property Type	Number	Word Mark
Registration Number:	2767819	ABOVE & BEYOND
Registration Number:	2713766	ALPHABET PAL
Registration Number:	3399999	BIG LEAP
Registration Number:	2940696	
Registration Number:	3354216	BRIGHTLINGS
Registration Number:	3369925	BRIGHTLINGS A LEARNING CELEBRATION
Registration Number:	3392416	CLICK START
Registration Number:	3389453	CLICK START
Serial Number:	77733088	COUNTING CANDLES
Registration Number:	2980917	COUNTING PAL
Serial Number:	77362964	CRAMMER
Serial Number:	77345166	DIDJ
Serial Number:	77297825	DIDJ
Serial Number:	77297816	DIDJ

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**TRADEMARK
 REEL: 004079 FRAME: 0723**

Registration Number:	2861535	DREAMSCAPES
Registration Number:	2716094	FAMILYEDGE
Registration Number:	2406699	FLASH MAGIC
Registration Number:	2849562	FLASH MAGIC
Registration Number:	3194994	FLY
Registration Number:	3199525	FLY
Registration Number:	3194995	FLY
Registration Number:	3269348	FLY
Registration Number:	3195044	FLY FRIENDS
Registration Number:	3414999	FLY FUSION
Registration Number:	3419083	FLY FUSION
Registration Number:	3204465	
Registration Number:	3213984	
Registration Number:	3423511	
Registration Number:	3336109	FLY THROUGH
Registration Number:	3199585	FLYBALL
Registration Number:	3211862	FLYCON
Registration Number:	3195043	FLYSTYLE
Registration Number:	3149898	FLYWARE
Registration Number:	3030340	FRIDGE FARM
Registration Number:	2880309	FRIDGE PHONICS
Registration Number:	3216197	GIVE YOUR BABY THE WORLD
Registration Number:	2671738	
Registration Number:	2675623	GRANDPARENTSEdge
Registration Number:	2860808	GREAT READER
Registration Number:	2300772	HUG & LEARN
Registration Number:	2717929	IQUEST
Registration Number:	2863195	LANGUAGE FIRST!
Registration Number:	3137989	LANGUAGE FIRST!
Registration Number:	2798129	LEAP
Registration Number:	3002551	LEAP FROG
Registration Number:	3412903	LEAP FROG
Serial Number:	77357479	LEAP FROG
Serial Number:	77720038	LEAP FROG LEARNING PATH
Serial Number:	77326193	LEAP FROG LEARNING PATH

Registration Number:	2671162	LEAP FROG LEARNING POND
Registration Number:	2745489	LEAP FROG PONDS
Registration Number:	2649099	LEAP PARENT
Registration Number:	3187854	LEAP STAGES
Serial Number:	78561491	LEAPFROG
Serial Number:	78561492	LEAPFROG
Serial Number:	78561489	LEAPFROG
Serial Number:	78656487	LEAPFROG
Serial Number:	78952797	LEAPFROG
Registration Number:	2120195	LEAPFROG
Registration Number:	2534369	LEAPFROG
Registration Number:	2534367	LEAPFROG
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Registration Number:	2635552	LEAPFROG
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Registration Number:	2745425	LEAPFROG
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Registration Number:	2169827	LEAP FROG
Registration Number:	2284485	LEAP FROG
Registration Number:	2726463	LEAP FROG
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Registration Number:	2655678	LEAPFROG SCHOOLHOUSE
Registration Number:	3016568	LEAPFROG SCHOOLHOUSE
Registration Number:	2491192	LEAPPAD
Registration Number:	2973143	LEAPPAD
Registration Number:	2573256	LEAP'S PHONICS POND
Registration Number:	2847957	LEAP'S POND
Registration Number:	3363247	LEAPSTAGES
Registration Number:	2825828	LEAPSTART
Registration Number:	3030048	LEAPSTER

Registration Number:	3163773	LEAPSTER L-MAX
Registration Number:	3172250	LEAPSTER L-MAX
Registration Number:	2782719	LEAPTRACK
Registration Number:	2703184	LEAPTRACK
Registration Number:	3216243	LEARN & GROOVE
Registration Number:	2699680	LEARN SOMETHING NEW EVERY DAY
Registration Number:	2821548	LEARN SOMETHING NEW EVERY DAY
Registration Number:	2867250	LEARN SOMETHING NEW EVERY DAY
Registration Number:	2819801	LEARN YOUR WAY THROUGH MUSIC PLAY
Registration Number:	3184405	LEARNING BAND
Registration Number:	2769363	LEARNING FRIEND
Registration Number:	3265973	LEARNING FRIENDS
Registration Number:	2978508	LEARNING SCREEN
Registration Number:	3266286	LEARNING TOWN
Registration Number:	3314599	LEARNING TOWN
Registration Number:	3353172	LETTER FACTORY
Registration Number:	2294754	LITTLE LEAP
Registration Number:	3331767	LITTLE LEAPS
Registration Number:	2958046	LITTLETOUCH
Registration Number:	3218677	LULU THE LETTER-SPINNING SPIDER
Registration Number:	3330633	MATH CIRCUS
Registration Number:	2944907	MIND MANIA
Registration Number:	2650442	MIND STATION
Registration Number:	3230507	MIND WARS
Registration Number:	2727544	MINDLINK
Registration Number:	2903165	
Registration Number:	2903166	
Registration Number:	3146479	MY OWN LEARNING LEAP
Registration Number:	2658998	NEVER-ENDING LEARNING
Serial Number:	77705290	NUMBER RUMBLE
Registration Number:	2695399	ODYSSEY
Registration Number:	2206377	PHONICS BUS
Registration Number:	2206378	PHONICS DESK
Registration Number:	3225748	PLAY ANYWHERE..LEARN EVERYWHERE!
Registration Number:	3199443	PRESS & LEARN

Registration Number:	2705238	QUANTUM LEAP
Registration Number:	2751193	QUANTUM PAD
Registration Number:	2947709	READY, SET, LEAP
Registration Number:	2856919	ROLL & RHYME
Serial Number:	77357470	SEE THE LEARNING
Registration Number:	2759958	STORYBLOCK
Serial Number:	77976911	TAG
Serial Number:	77316437	TAG
Serial Number:	77716797	TAG JUNIOR
Serial Number:	77716800	TAG JUNIOR
Registration Number:	3269492	TAKE LEARNING TO THE MAX!
Registration Number:	3340902	TALKING WORDS FACTORY
Registration Number:	3165998	TOUCH & TUG
Registration Number:	2534765	TURBO TWIST
Registration Number:	2453490	TWIST & SHOUT
Registration Number:	3276305	UNLOCKING LEARNING POTENTIAL
Registration Number:	3389407	UNLOCKING LEARNING POTENTIAL
Serial Number:	77572741	ZIPPITY
Serial Number:	77589859	KIDGET
Serial Number:	77589894	KIDGET TECH TOYS THAT TEACH

CORRESPONDENCE DATA

Fax Number: (646)848-4455
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-848-4455
Email: jlik@shearman.com
Correspondent Name: Jordan Altman
Address Line 1: 599 Lexington Avenue
Address Line 2: Shearman & Sterling LLP
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	676/176
NAME OF SUBMITTER:	JORDAN ALTMAN
Signature:	/JORDAN ALTMAN/
Date:	10/16/2009

Total Attachments: 45

TRADEMARK
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**AMENDED AND RESTATED
INTELLECTUAL PROPERTY SECURITY AGREEMENT**

This AMENDED AND RESTATED INTELLECTUAL PROPERTY SECURITY AGREEMENT (as amended, amended and restated, supplemented or otherwise modified from time to time, this "*Amendment*"), dated August 13, 2009, is made by BANK OF AMERICA, N.A., a national banking association, as agent for the Lenders (the "*Collateral Agent*") and LEAPFROG ENTERPRISES, INC., a Delaware corporation ("*LeapFrog*").

WHEREAS, LeapFrog has entered into a Credit Agreement dated as of November 8, 2005 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "*Existing Credit Agreement*"; provided that the "Existing Credit Agreement" shall not include the Loan and Security Agreement (as defined below)) with the Collateral Agent and the lenders party thereto.

WHEREAS, as a condition precedent to the making of loans and the issuance of letters of credit by the lenders under the Existing Credit Agreement, LeapFrog has executed and delivered that certain Security Agreement dated November 8, 2005 made by LeapFrog to the Collateral Agent (as amended, amended and restated, supplemented or otherwise modified from time to time, the "*Existing Security Agreement*"; together with the Existing Credit Agreement, the "*Existing Loan Agreements*").

WHEREAS, under the terms of the Existing Security Agreement, LeapFrog has granted to the Collateral Agent, for the ratable benefit of the agent and the lenders, a security interest in, among other property, certain intellectual property of LeapFrog, and executed that certain Intellectual Property Security Agreement dated August 28, 2008 (other than pursuant to this Amendment, as amended, amended and restated, supplemented or otherwise modified from time to time, the "*IP Security Agreement*") for recording with the United States Patent and Trademark Office, the United States Copyright Office and other governmental authorities.

WHEREAS, the IP Security Agreement was recorded with the United States Patent and Trademark Office on reel 003851 frame 0178 and on reel 021511 frame 0441 on September 11, 2008, and with the United States Copyright Office at volume 3576 document no. 517 on February 13, 2009.

WHEREAS, the Collateral Agent and LFC Ventures, LLC ("*LFC*") entered into that certain Intellectual Property Security Release Agreement, dated as of the date hereof (as amended, amended and restated, supplemented or otherwise modified from time to time, the "*IP Security Release*"), whereby the Collateral Agent released and conveyed to LFC, all of its right, title and interest in and to LFC's right, title and interest in and to the collateral granted pursuant to the IP Security Agreement.

WHEREAS, LeapFrog and the Collateral Agent are entering into a new Amended and Restated Loan and Security Agreement dated as of the date hereof, (as amended, amended and restated, supplemented or otherwise modified from time to time, the "*Loan and Security Agreement*"), under the terms of which, LeapFrog has granted to the Collateral Agent, for the

ratable benefit of the Agent and the Lenders, a security interest in, among other property, certain intellectual property of LeapFrog.

WHEREAS, LeapFrog and the Collateral Agent have now agreed to amend and restate the IP Security Agreement in order so that LeapFrog may grant the Collateral Agent a security interest in, to and under all of LeapFrog's right, title and interest in and to the Collateral (as defined below) solely in connection with the security interest granted pursuant to the terms of the Loan and Security Agreement.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent and LeapFrog hereby agree as follows:

Section 1. Defined Terms. All capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to those terms in the Loan and Security Agreement.

Section 2. Grant of Security. In connection with the Loan and Security Agreement (and not the Existing Loan Agreements) and to secure the Obligations (as defined in the Loan and Security Agreement), LeapFrog hereby grants to the Collateral Agent, for the ratable benefit of the Secured Parties, a security interest in all of LeapFrog's right, title and interest in and to the following (the "*Collateral*");

(i) the patents and patent applications set forth in Schedule A hereto (the "*Patents*");

(ii) the trademark and service mark registrations and applications set forth in Schedule B hereto (provided that no security interest shall be granted in United States intent-to-use trademark applications to the extent that, and solely during the period in which, the grant of a security interest therein would impair the validity or enforceability of such intent-to-use trademark applications under applicable federal law), together with the goodwill symbolized thereby (the "*Trademarks*");

(iii) all copyrights, whether registered or unregistered, now owned or hereafter acquired by LeapFrog, including, without limitation, the copyright registrations and applications and exclusive copyright licenses set forth in Schedule C hereto (the "*Copyrights*");

(iv) all reissues, divisions, continuations, continuations-in-part, extensions, renewals and reexaminations of any of the foregoing, all rights in the foregoing provided by international treaties or conventions, all rights corresponding thereto throughout the world and all other rights of any kind whatsoever of LeapFrog accruing thereunder or pertaining thereto;

(v) any and all claims for damages and injunctive relief for past, present and future infringement, dilution, misappropriation, violation, misuse or breach with respect to any of the foregoing, with the right, but not the obligation, to sue for and collect, or otherwise recover, such damages; and

(vi) any and all proceeds of, collateral for, income, royalties and other payments now or hereafter due and payable with respect to, and supporting obligations relating to, any and all of the foregoing or arising from any of the foregoing.

Section 3. Recordation. The parties hereto authorize and request that the Register of Copyrights, the Commissioner for Patents and the Commissioner for Trademarks and any other applicable government officer record this Amendment against the registrations and applications therefore identified in the schedules hereto.

Section 4. Grants, Rights and Remedies. The security interest granted in favor of the Collateral Agent pursuant to this Amendment, has been granted solely in conjunction with the security interest granted pursuant to the Loan and Security Agreement, and LeapFrog hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the security interest in the Collateral made and granted by this Amendment are more fully set forth in the Loan and Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

Section 5. IP Security Release. The parties hereto acknowledge that a true and correct copy of the IP Security Release is attached hereto as Schedule D.

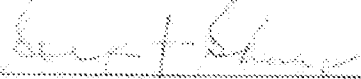
Section 6. Execution in Counterparts. This Amendment may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

Section 7. Governing Law. This Amendment shall be governed by, and construed in accordance with, the laws of the State of California.

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IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

BANK OF AMERICA, N.A.,
as Collateral Agent

By: 
Name: STEVEN W. SHARP
Title: VICE PRESIDENT

LEAPFROG ENTERPRISES, INC.,

By: _____
Name:
Title:


[Signature Page to Amended and Restated Intellectual Property Security Agreement]

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

BANK OF AMERICA, N.A.,
as Collateral Agent

By: _____
Name:
Title:

LEAPFROG ENTERPRISES, INC.,

By:  _____
Name: Jeffrey S. Chou
Title: CEO

{Signature Page to Amended and Restated Intellectual Property Security Agreement}

Schedule A

Patents

Title	Patent or App. No.	Grant or App. Date	Status	Owner
Speech synthesizing indicia for interactive learning	5,188,533	February 23, 1993	Registered	LeapFrog Enterprises, Inc.
Word spelling and definition educational device	5,203,705	April 20, 1993	Registered	LeapFrog Enterprises, Inc.
Talking phonics interactive learning device	5,511,980	April 30, 1996	Registered	LeapFrog Enterprises, Inc.
Document interpreting systems	5,575,659	November 19, 1996	Registered	LeapFrog Enterprises, Inc.
Talking phonics interactive learning device	5,813,861	September 29, 1998	Registered	LeapFrog Enterprises, Inc.
Electronic geography teaching device	5,839,902	November 24, 1998	Registered	LeapFrog Enterprises, Inc.
Surface position location system and method	5,877,458	March 2, 1999	Registered	LeapFrog Enterprises, Inc.
Interactive educational toy	5,944,533	August 31, 1999	Registered	LeapFrog Enterprises, Inc.
Interactive phonics learning mat	5,997,304	December 7, 1999	Registered	LeapFrog Enterprises, Inc.
Flash card holder and learning method	6,053,741	April 25, 2000	Registered	LeapFrog Enterprises, Inc.
Sequence learning toy	6,074,212	June 13, 2000	Registered	LeapFrog Enterprises, Inc.
Mathematical learning game and method	6,142,784	November 7, 2000	Registered	LeapFrog Enterprises, Inc.
Sequence learning toy	6,247,934	June 19, 2001	Registered	LeapFrog Enterprises, Inc.
Sequence learning toy	6,409,511	June 25, 2002	Registered	LeapFrog Enterprises, Inc.
Interactive educational toy	6,463,257	October 8, 2002	Registered	LeapFrog Enterprises, Inc.

Title	Patent or App. No.	Grant or App. Date	Status	Owner
Sequence learning toy	6,607,388	April 18, 2003	Registered	LeapFrog Enterprises, Inc.
Interactive apparatus using print media	6,608,618	August 19, 2003	Registered	LeapFrog Enterprises, Inc.
Interactive apparatus with templates	6,641,401	November 4, 2003	Registered	LeapFrog Enterprises, Inc.
Toy having rotating element	6,648,647	November 18, 2003	Registered	LeapFrog Enterprises, Inc.
Electrographic position location apparatus and method	6,661,405	December 9, 2003	Registered	LeapFrog Enterprises, Inc.
Print media receiving unit including platform and print media	6,668,156	December 23, 2003	Registered	LeapFrog Enterprises, Inc.
Interactive learning apparatus responsive to striking	6,716,031	April 6, 2004	Registered	LeapFrog Enterprises, Inc.
Print media information system with a portable print media receiving unit assembly	6,750,978	June 15, 2004	Registered	LeapFrog Enterprises, Inc.
Interactive apparatus with ball	6,761,611	July 13, 2004	Registered	LeapFrog Enterprises, Inc.
Study aid apparatus and method of using study aid apparatus	6,793,129	September 21, 2004	Registered	LeapFrog Enterprises, Inc.
Interactive learning appliance	6,801,751	October 5, 2004	Registered	LeapFrog Enterprises, Inc.
Interactive communications appliance	6,816,703	November 9, 2004	Registered	LeapFrog Enterprises, Inc.
Electrographic position location apparatus	6,882,338	April 19, 2005	Registered	LeapFrog Enterprises, Inc.
Interactive teaching toy	6,882,824	April 19, 2005	Registered	LeapFrog Enterprises, Inc.
Scanning toy	6,905,391	June 14, 2005	Registered	LeapFrog Enterprises, Inc.
Three dimensional interactive system	6,934,199	October 11, 2005	Registered	LeapFrog Enterprises, Inc.
Interactive apparatus using print media	6,985,139	January 10, 2006	Registered	LeapFrog Enterprises, Inc.

Title	Patent or App. No.	Grant or App. Date	Status	Owner
Battery pack including rechargeable batteries	7,018,737	March 28, 2006	Registered	LeapFrog Enterprises, Inc.
Interactive apparatus with interactive device	7,033,178	April 25, 2006	Registered	LeapFrog Enterprises, Inc.
Print media receiving unit including platform and print media	7,039,355	May 2, 2006	Registered	LeapFrog Enterprises, Inc.
Voting apparatus and method	7,048,186	May 23, 2006	Registered	LeapFrog Enterprises, Inc.
Interactive apparatus with interactive elements	7,062,146	June 13, 2006	Registered	LeapFrog Enterprises, Inc.
Writing stylus for electrographic position location apparatus	7,068,262	June 27, 2006	Registered	LeapFrog Enterprises, Inc.
Edge smoothing systems and methods	7,068,286	June 27, 2006	Registered	LeapFrog Enterprises, Inc.
Interactive handheld apparatus with stylus	7,083,420	August 1, 2006	Registered	LeapFrog Enterprises, Inc.
Interactive apparatus using print media	7,106,309	September 12, 2006	Registered	LeapFrog Enterprises, Inc.
Write on interactive apparatus and method	7,120,385	October 10, 2006	Registered	LeapFrog Enterprises, Inc.
Print media receiving unit including platform and print media	7,120,386	October 10, 2006	Registered	LeapFrog Enterprises, Inc.
Print media receiving unit including platform and print media	7,139,323	November 21, 2006	Registered	LeapFrog Enterprises, Inc.
Magnetic switch and apparatus including magnetic switch	7,167,675	January 23, 2007	Registered	LeapFrog Enterprises, Inc.
Writing stylus	7,234,348	May 29, 2007	Registered	LeapFrog Enterprises, Inc.
Toy for use with vertical surfaces	7,234,941	June 26, 2007	Registered	LeapFrog Enterprises, Inc.
Display apparatus for teaching writing	7,249,950	July 31, 2007	Registered	LeapFrog Enterprises, Inc.
Method and system for hierarchical management of a plurality of regions of an encoded surface used by a pen computer	7,281,664	October 16, 2007	Registered	LeapFrog Enterprises, Inc.

Title	Patent or App. No.	Grant or App. Date	Status	Owner
Print media information systems and methods	7,299,971	November 27, 2007	Registered	LeapFrog Enterprises, Inc.
Interactive toy	7,347,760	March 25, 2008	Registered	LeapFrog Enterprises, Inc.
Method, apparatus and system for conveying cartridge notification	7,374,087	May 20, 2008	Registered	LeapFrog Enterprises, Inc.
Capacitive sensing of media information in an interactive media device	7,428,990	September 30, 2008	Registered	LeapFrog Enterprises, Inc.
Device for coupling to other devices and unique identification thereof	7,434,781	October 14, 2008	Registered	LeapFrog Enterprises, Inc.
Interactive apparatus with recording and playback capability usable with encoded writing medium	7,453,447	November 18, 2008	Registered	LeapFrog Enterprises, Inc.
Device using removable templates to provide adjustable interactive output	7,476,140	January 13, 2009	Registered	LeapFrog Enterprises, Inc.
Interactive hand held apparatus with stylus	7,484,962	Notice of Allowance sent February 5, 2009	Registered	LeapFrog Enterprises, Inc.
Interactive hand held apparatus with stylus	7,529,519	May 5, 2009	Registered	LeapFrog Enterprises, Inc.
Talking phonics interactive learning device	D370,027	May 21, 1996	Registered	LeapFrog Enterprises, Inc.
Talking phonics interactive learning device	D370,235	May 21, 1996	Registered	LeapFrog Enterprises, Inc.
Sequence learning toy	D413,355	August 31, 1999	Registered	LeapFrog Enterprises, Inc.
Mathematical learning game	D427,637	July 4, 2000	Registered	LeapFrog Enterprises, Inc.
Interactive educational toy	D434,799	December 5, 2000	Registered	LeapFrog Enterprises, Inc.
Learning toy	D487,118	February 24, 2004	Registered	LeapFrog Enterprises, Inc.
Interactive print media apparatus	D489,367	May 4, 2004	Registered	LeapFrog Enterprises, Inc.
Print media receiving apparatus	D492,679	July 6, 2004	Registered	LeapFrog Enterprises, Inc.

Title	Patent or App. No.	Grant or App. Date	Status	Owner
Print media receiving apparatus	D492,680	July 6, 2004	Registered	LeapFrog Enterprises, Inc.
Interactive hand-held device with stylus	D493,495	July 27, 2004	Registered	LeapFrog Enterprises, Inc.
Print media receiving apparatus	D493,787	August 3, 2004	Registered	LeapFrog Enterprises, Inc.
Writing stylus	D493,793	August 3, 2004	Registered	LeapFrog Enterprises, Inc.
Interactive print media apparatus	D500,316	December 28, 2004	Registered	LeapFrog Enterprises, Inc.
Combined data cartridge and microphone	D504,894	May 10, 2005	Registered	LeapFrog Enterprises, Inc.
Light device	D505,741	May 31, 2005	Registered	LeapFrog Enterprises, Inc.
Data cartridge	D509,219	September 6, 2005	Registered	LeapFrog Enterprises, Inc.
Interactive hand-held device with stylus	D515,633	February 21, 2006	Registered	LeapFrog Enterprises, Inc.
Game console	D541,876	May 1, 2007	Registered	LeapFrog Enterprises, Inc.
Game controller	D550,673	September 11, 2007	Registered	LeapFrog Enterprises, Inc.
Base for a toy	D568,317	May 6, 2008	Registered	LeapFrog Enterprises, Inc.
Interactive toy	D573,995	July 29, 2008	Registered	LeapFrog Enterprises, Inc.
Surface position location system and method	RE38,286	11/21/1996 (10/28/2003)	Registered	LeapFrog Enterprises, Inc.
Surface position location system and method	RE39,881	October 16, 2007	Registered	LeapFrog Enterprises, Inc.
PENTOP COMPUTER	29/304,406	2/22/08	Pending	LeapFrog Enterprises, Inc.
INTERACTIVE PEN	29/322,284	7/31/08	Pending	LeapFrog Enterprises, Inc.

Title	Patent or App. No.	Grant or App. Date	Status	Owner
INTERACTIVE TOY	29/331,698	1/30/09	Pending	LeapFrog Enterprises, Inc.
INTERACTIVE DEVICE USING CAPACITIVE SENSOR ARRAY FOR JOINT PAGE IDENTIFICATION AND PAGE LOCATION DETERMINATION	11/187,386	7/21/05	Pending	LeapFrog Enterprises, Inc.
METHODS AND DEVICES FOR CREATING AND PROCESSING CONTENT	11/323,249	12/30/05	Pending	LeapFrog Enterprises, Inc.
INTERACTIVE APPARATUS USING PRINT MEDIA	11/417,789	5/3/06	Pending	LeapFrog Enterprises, Inc.
ROTATING TOY INTERFACE	11/166,676	6/23/05	Pending	LeapFrog Enterprises, Inc.
A METHOD AND SYSTEM FOR IMPLEMENTING A USER INTERFACE FOR A DEVICE EMPLOYING WRITTEN GRAPHICAL ELEMENTS	11/034,491	1/12/05	Pending	LeapFrog Enterprises, Inc.
A METHOD AND SYSTEM FOR IMPLEMENTING A USER INTERFACE FOR A DEVICE THROUGH RECOGNIZED TEXT AND BOUNDED AREAS	11/035,155	1/12/05	Pending	LeapFrog Enterprises, Inc.
SYSTEM AND METHOD FOR IDENTIFYING TERMINATION OF DATA ENTRY	11/035,003	1/12/05	Pending	LeapFrog Enterprises, Inc.
PROVIDING A USER INTERFACE HAVING INTERACTIVE ELEMENTS ON A WRITEABLE SURFACE	11/034,489	1/12/05	Pending	LeapFrog Enterprises, Inc.
SCANNING APPARATUS	10/803,806	3/17/04	Pending	LeapFrog Enterprises, Inc.
USER CREATED INTERACTIVE INTERFACE	10/861,243	6/3/04	Pending	LeapFrog Enterprises, Inc.
A SWITCH CONFIGURATION FOR DETECTING WRITING PRESSURE IN A WRITING DEVICE	11/348,804	2/6/06	Pending	LeapFrog Enterprises, Inc.
RECORDING AND PLAYBACK OF VOICE MESSAGES ASSOCIATED WITH NOTE PAPER	11/437,027	5/19/06	Pending	LeapFrog Enterprises, Inc.
METHOD AND SYSTEM FOR CONDUCTING A TRANSACTION USING RECOGNIZED TEXT	11/267,786	11/3/05	Pending	LeapFrog Enterprises, Inc.
A METHOD AND DEVICE FOR AUDIBLY INSTRUCTING A USER TO INTERACT WITH A FUNCTION	11/264,955	11/1/05	Pending	LeapFrog Enterprises, Inc.
METHOD AND SYSTEM FOR INITIATING TRANSACTION	11/264,845	11/1/05	Pending	LeapFrog Enterprises, Inc.

Title	Patent or App. No.	Grant or App. Date	Status	Owner
A METHOD AND DEVICE FOR ASSOCIATING A USER WRITING WITH A USER-WRITEABLE ELEMENT	11/264,880	11/1/05	Pending	LeapFrog Enterprises, Inc.
INTERACTIVE SYSTEM INCLUDING INTERACTIVE APPARATUS AND GAME	11/148,791	6/8/05	Pending	LeapFrog Enterprises, Inc.
A REUSABLE IMAGE BEARING SURFACE AND METHOD OF MODIFYING MEMORY CONTENTS RELATED TO SAME	11/267,785	11/3/05	Pending	LeapFrog Enterprises, Inc.
AN INTERCHANGEABLE INTERACTIVE PROCESSING UNIT SYSTEM AND METHOD	11/513,867	8/30/06	Pending	LeapFrog Enterprises, Inc.
INTERCHANGEABLE INTERACTIVE PROCESING UNIT SYSTEM AND METHOD	11/514,027	8/30/06	Pending	LeapFrog Enterprises, Inc.
A REUSABLE LABEL	11/512,874	8/29/06	Pending	LeapFrog Enterprises, Inc.
A METHOD AND SYSTEM FOR IMPLEMENTING TEMPLATE APPLICATIONS EMPLOYING A PEN DEVICE	11/193,381	7/29/05	Pending	LeapFrog Enterprises, Inc.
METHODS AND SYSTEMS FOR ASSIGNING A FUNCTION TO INFORMATION ENCODED ON A SURFACE	11/192,848	7/29/05	Pending	LeapFrog Enterprises, Inc.
INTERACTIVE GAME	11/787,882	4/17/07	Pending	LeapFrog Enterprises, Inc.
IR REMOTE CONTROL ENHANCED CONFIGURATION METHOD	11/437,767	5/19/06	Pending	LeapFrog Enterprises, Inc.
A METHOD AND SYSTEM FOR DRIVING CONTENT ON A MEDIA PLAYER	11/449,500	6/7/06	Pending	LeapFrog Enterprises, Inc.
METHOD AND SYSTEM FOR INVOKING COMPUTER FUNCTIONALITY BY INTERACTION WITH DYNAMICALLY GENERATED INTERPACE REGIONS OF A WRITING SURFACE	11/265,001	11/1/05	Pending	LeapFrog Enterprises, Inc.
A WRITING INSERT FOR A PEN BASED COMPUTER	11/348,803	2/6/06	Pending	LeapFrog Enterprises, Inc.
METHOD AND SYSTEM FOR INTERACTIVE GAMEPLAY	11/452,770	6/13/06	Pending	LeapFrog Enterprises, Inc.
ERASING CONTENTS OF AN ELECTRONIC MEMORY	11/647,813	12/29/06	Pending	LeapFrog Enterprises, Inc.
MATERIALS FOR ERASING A MARK	11/449,168	6/7/06	Pending	LeapFrog Enterprises, Inc.

Title	Patent or App. No.	Grant or App. Date	Status	Owner
ASSOCIATING CONTENT WITH PATTERNS OF MARKINGS THAT ENCODE INFORMATION	11/636,040	12/8/06	Pending	LeapFrog Enterprises, Inc.
SYSTEM AND METHOD FOR ASSOCIATING CONTENT WITH AN IMAGE BEARING SURFACE	11/322,800	12/30/05	Pending	LeapFrog Enterprises, Inc.
SYSTEM AND METHOD FOR ASSOCIATING DISPLAYED CONTENT WITH AN IMAGE BEARING SURFACE	11/636,124	12/8/06	Pending	LeapFrog Enterprises, Inc.
ASSOCIATING A REGION ON A SURFACE WITH A SOUND OR WITH ANOTHER REGION	11/492,267	7/24/06	Pending	LeapFrog Enterprises, Inc.
TECHNIQUES FOR PORTING CONTENT TO AN APPLICATION	11/492,363	7/24/06	Pending	LeapFrog Enterprises, Inc.
TECHNIQUES FOR INTERACTIVELY COUPLING ELECTRONIC CONTENT WITH PRINTED MEDIA	11/489,887	7/19/06	Pending	LeapFrog Enterprises, Inc.
ENHANCED CONTROLLER WITH MODIFIABLE FUNCTIONALITY	11/479,813	6/30/06	Pending	LeapFrog Enterprises, Inc.
SYSTEM AND METHOD FOR INTERACTING WITH USERS USING THREE-DIMENSIONAL CONTROL ELEMENTS	11/647,792	12/29/06	Pending	LeapFrog Enterprises, Inc.
PAGE AWARENESS TECHNIQUES FOR ORGANIZING DIGITAL WRITING	11/646,811	12/27/06	Pending	LeapFrog Enterprises, Inc.
EXECUTING AN OPERATION ASSOCIATED WITH A REGION PROXIMATE A GRAPHIC ELEMENT ON A SURFACE	11/583,311	10/18/06	Pending	LeapFrog Enterprises, Inc.
SCANNING APPARATUS	11/512,872	8/29/06	Pending	LeapFrog Enterprises, Inc.
DOT ENABLED TEMPLATE	11/644,738	12/22/06	Pending	LeapFrog Enterprises, Inc.
PERIPHERAL INTERFACE DEVICE FOR COLOR RECOGNITION	11/647,939	12/28/06	Pending	LeapFrog Enterprises, Inc.
INTERFACE COMPONENT FOR PEN COMPUTING DEVICES	11/891,158	8/8/07	Pending	LeapFrog Enterprises, Inc.
INTERACTIVE KIOSK	11/998,228	11/28/07	Pending	LeapFrog Enterprises, Inc.
EXECUTING AN AUDIO PLAYER APPLICATION ASSOCIATED WITH A GRAPHIC ELEMENT ON A SURFACE	11/644,032	12/22/06	Pending	LeapFrog Enterprises, Inc.
A METHOD AND SYSTEM FOR PROVIDING A COMPUTER ENVIRONMENT FOR CHILDREN	12/209,557	9/13/08	Pending	LeapFrog Enterprises, Inc.

Title	Patent or App. No.	Grant or App. Date	Status	Owner
METHODS AND SYSTEMS FOR GRAPHICAL ACTUATION OF A VELOCITY AND DIRECTIONALLY SENSITIVE SOUND GENERATION APPLICATION	11/803,572	5/14/07	Pending	LeapFrog Enterprises, Inc.
METHODS AND SYSTEMS FOR GRAPHICAL ACTUATION OF A VELOCITY AND DIRECTIONALLY SENSITIVE SOUND GENERATION APPLICATION	11/803,587	5/14/07	Pending	LeapFrog Enterprises, Inc.
METHODS AND SYSTEMS FOR GRAPHICAL ACTUATION OF MULTI-TRACK RECORDER AND PLAYBACK SYSTEM FUNCTIONS	11/803,529	5/14/07	Pending	LeapFrog Enterprises, Inc.
AUDIO BOOK FOR PEN-BASED COMPUTER	12/121,653	5/15/08	Pending	LeapFrog Enterprises, Inc.
A PEN BASED COMPUTER ENABLED TEST PREPARATION SYSTEM	12/252,898	10/16/08	Pending	LeapFrog Enterprises, Inc.
TOY FOR USE WITH VERTICAL SURFACES	11/810,514	6/5/07	Pending	LeapFrog Enterprises, Inc.
TOY FOR USE WITH VERTICAL SURFACES	11/820,672	6/19/07	Pending	LeapFrog Enterprises, Inc.
A METHOD AND SYSTEM FOR HIERARCHICAL MANAGEMENT OF A PLURALITY OF REGIONS OF AN ENCODED SURFACE USED BY A PEN COMPUTER	11/880,722	7/23/07	Pending	LeapFrog Enterprises, Inc.
METHODS AND SYSTEMS FOR CREATING AND USING VIRTUAL FLASH CARDS	12/121,521	5/15/08	Pending	LeapFrog Enterprises, Inc.
CATEGORY BASED NAVIGATION SYSTEM	12/414,969	3/31/09	Pending	LeapFrog Enterprises, Inc.
GENERIC PRE-PRINTED NAVIGATIONAL ELEMENT FOR PEN COMPUTER	12/410,231	3/24/09	Pending	LeapFrog Enterprises, Inc.
SYSTEM AND METHOD FOR DATA ORGANIZATION BY IDENTIFICATION	12/053,496	3/21/08	Pending	LeapFrog Enterprises, Inc.
POSITION CODE BASED CONTENT DEVELOPMENT METHOD AND TOOL	12/052,102	3/20/08	Pending	LeapFrog Enterprises, Inc.
CURRICULUM CUSTOMIZATION FOR A PORTABLE ELECTRONIC DEVICE	12/210,894	9/15/08	Pending	LeapFrog Enterprises, Inc.
USER INTERFACES AND UPDATING OF USAGE INFORMATION	12/119,018	5/12/08	Pending	LeapFrog Enterprises, Inc.
METHODS AND SYSTEMS THAT MONITOR LEARNING PROGRESS	12/119,083	5/12/08	Pending	LeapFrog Enterprises, Inc.

Title	Patent or App. No.	Grant or App. Date	Status	Owner
SYSTEMS AND METHODS ON INTERACTION WITH INVISIBLE PRINTING	12/196,595	8/22/08	Pending	LeapFrog Enterprises, Inc.
USER INTERFACE DEVICE FOR CONTROLLING AN AUDIO VISUAL SYSTEM	12/396,360	3/2/09	Pending	LeapFrog Enterprises, Inc.
INTERACTIVE APPARATUS WITH RECORDING AND PLAYBACK CAPABILITY USABLE WITH ENCODED WRITING MEDIUM	12/264,828	11/4/08	Pending	LeapFrog Enterprises, Inc.
INTERACTIVE APPARATUS USING PRINT MEDIA	12/395,496	2/27/09	Pending	LeapFrog Enterprises, Inc.
Interactive Communications Appliance	10/950350	09/23/04	Pending	LeapFrog Enterprises, Inc.
Print Media Information Systems and Methods	12/357630	01/22/09	Pending	LeapFrog Enterprises, Inc.
Method and System for Providing Content for Learning Appliances Over an Electronic Communication Medium	10/374736	02/24/03	Pending	LeapFrog Enterprises, Inc.
Display Apparatus for Teaching Writing	11/831659	07/31/07	Pending	LeapFrog Enterprises, Inc.
Scanning Toy	11/818253	06/12/07	Pending	LeapFrog Enterprises, Inc.
Electrographic Position Location Apparatus Including Recording Capability and Data Cartridge Including Microphone	10/730982	01/02/04	Pending	LeapFrog Enterprises, Inc.
Interactive Hand Held Apparatus with Stylus	12/343351	12/23/08	Pending	LeapFrog Enterprises, Inc.
Writing Stylus	11/752863	05/23/07	Pending	LeapFrog Enterprises, Inc.
Tutorial Apparatus	10/966148	10/13/04	Pending	LeapFrog Enterprises, Inc.
User Interactive Journal	11/169849	06/28/05	Pending	LeapFrog Enterprises, Inc.

Schedule B

Trademarks

Trademark	Reg. or App. No.	Reg. or App. Date	Status	Owner
ABOVE & BEYOND	2,767,819	9 /23/2003	Registered	LeapFrog Enterprises, Inc.
ALPHABET PAL	2,713,766	5 /6 /2003	Registered	LeapFrog Enterprises, Inc.
BIG LEAP	3,399,999	3 /18/2008	Registered	LeapFrog Enterprises, Inc.
Bouncing Frog Logo	2,940,696	4 /12/2005	Registered	LeapFrog Enterprises, Inc.
BRIGHTLINGS	3,354,216	12/11/2007	Registered	LeapFrog Enterprises, Inc.
BRIGHTLINGS A LEARNING CELEBRATION and Design	3,369,925	1 /15/2008	Registered	LeapFrog Enterprises, Inc.
CLICK START	3,392,416	3 /4 /2008	Registered	LeapFrog Enterprises, Inc.
CLICK START and Design	3,389,453	2 /26/2008	Registered	LeapFrog Enterprises, Inc.
COUNTING CANDLES & Design	77/733,088	5 /8 /2009	Pending	LeapFrog Enterprises, Inc.
COUNTING PAL	2,980,917	8 /2 /2005	Registered	LeapFrog Enterprises, Inc.
GRAMMER	77/362,964	1 /2 /2008	Pending	LeapFrog Enterprises, Inc.
DIDI & Girl Head Design	77/345,166	12/5 /2007	Pending	LeapFrog Enterprises, Inc.
DIDI & Pirate- Wrestler Head Design	77/297,825	10/5 /2007	Pending	LeapFrog Enterprises, Inc.
DIDI (stylized)	77/297,816	10/5 /2007	Pending	LeapFrog Enterprises, Inc.
DREAMSCAPES	2,861,535	7 /6 /2004	Registered	LeapFrog Enterprises, Inc.
FAMILYEDGE	2,716,994	5 /13/2003	Registered	LeapFrog Enterprises, Inc.
FLASH MAGIC	2,406,699	11/23/2000	Registered	LeapFrog Enterprises, Inc.
FLASH MAGIC	2,849,562	6 /1 /2004	Registered	LeapFrog Enterprises, Inc.
FLY	3,194,994	1 /2 /2007	Registered	LeapFrog Enterprises, Inc.
FLY	3,199,525	1 /16/2007	Registered	LeapFrog Enterprises, Inc.
FLY	3,194,995	1 /2 /2007	Registered	LeapFrog Enterprises, Inc.
FLY	3,269,348	7 /24/2007	Registered	LeapFrog Enterprises, Inc.
FLY FRIENDS	3,195,044	1 /2 /2007	Registered	LeapFrog Enterprises, Inc.

Trademark	Reg. or App. No.	Reg. or App. Date	Status	Owner
FLY FUSION	3,414,999	4 /22/2008	Registered	LeapFrog Enterprises, Inc.
FLY FUSION and Design	3,419,083	4 /29/2008	Registered	LeapFrog Enterprises, Inc.
Fly Logo (1.0)	3,204,465	1 /30/2007	Registered	LeapFrog Enterprises, Inc.
Fly Logo (1.0)	3,213,984	2 /27/2007	Registered	LeapFrog Enterprises, Inc.
FLY Logo (2.0)	3,423,511	5 /6 /2008	Registered	LeapFrog Enterprises, Inc.
FLY THROUGH	3,336,109	11/13/2007	Registered	LeapFrog Enterprises, Inc.
FLYBALL	3,199,585	1 /16/2007	Registered	LeapFrog Enterprises, Inc.
FLYCON	3,211,862	2 /20/2007	Registered	LeapFrog Enterprises, Inc.
FLYSTYLE	3,195,043	1 /2 /2007	Registered	LeapFrog Enterprises, Inc.
FLYWARE	3,149,898	9 /26/2006	Registered	LeapFrog Enterprises, Inc.
FRIDGE FARM	3,030,340	12/13/2005	Registered	LeapFrog Enterprises, Inc.
FRIDGE PHONICS	2,880,309	8 /31/2004	Registered	LeapFrog Enterprises, Inc.
GIVE YOUR BABY THE WORLD	3,216,197	3 /6 /2007	Registered	LeapFrog Enterprises, Inc.
GO Sound	2,671,738	1 /7 /2003	Registered	LeapFrog Enterprises, Inc.
GRANDPARENTSEGE	2,675,623	1 /14/2003	Registered	LeapFrog Enterprises, Inc.
GREAT READER	2,860,808	7 /6 /2004	Registered	LeapFrog Enterprises, Inc.
HUG & LEARN	2,300,772	12/14/1999	Registered	LeapFrog Enterprises, Inc.
IQUEST	2,717,929	5 /20/2003	Registered	LeapFrog Enterprises, Inc.
LANGUAGE FIRST!	2,863,195	7 /13/2004	Registered	LeapFrog Enterprises, Inc.
LANGUAGE FIRST!	3,137,989	9 /5 /2006	Registered	LeapFrog Enterprises, Inc.
LEAP	2,798,129	12/23/2003	Registered	LeapFrog Enterprises, Inc.
LEAP FROG	3,002,551	9 /27/2005	Registered	LeapFrog Enterprises, Inc.
LEAP FROG	3,412,903	4 /15/2008	Registered	LeapFrog Enterprises, Inc.
LEAP FROG & 2008 Logo Design	77/357,479	12/20/2007	Pending	LeapFrog Enterprises, Inc.
LEAP FROG LEARNING PATH & Design (2)	77/720,038	4 /22/2009	Pending	LeapFrog Enterprises, Inc.

Trademark	Reg. or App. No.	Reg. or App. Date	Status	Owner
LEAP FROG LEARNING PATH and Design	77/326,193	11/9 /2007	Pending	LeapFrog Enterprises, Inc.
LEAP FROG LEARNING POND	2,671,162	1 /7 /2003	Registered	LeapFrog Enterprises, Inc.
LEAP FROG PONDS	2,745,489	8 /3 /2003	Registered	LeapFrog Enterprises, Inc.
LEAP PARENT	2,649,099	11/12/2002	Registered	LeapFrog Enterprises, Inc.
LEAP STAGES	3,187,854	12/19/2006	Registered	LeapFrog Enterprises, Inc.
LEAPFROG	78/561,491	2 /6 /2005	Pending	LeapFrog Enterprises, Inc.
LEAPFROG	78/561,492	2 /6 /2005	Pending	LeapFrog Enterprises, Inc.
LEAPFROG	78/561,489	2 /6 /2005	Pending	LeapFrog Enterprises, Inc.
LEAPFROG	78/656,487	6 /22/2005	Pending	LeapFrog Enterprises, Inc.
LEAPFROG	78/952,797	8 /15/2006	Pending	LeapFrog Enterprises, Inc.
LEAPFROG	2,120,195	12/9 /1997	Registered	LeapFrog Enterprises, Inc.
LEAPFROG	2,534,369	1 /29/2002	Registered	LeapFrog Enterprises, Inc.
LEAPFROG	2,534,367	1 /29/2002	Registered	LeapFrog Enterprises, Inc.
LEAPFROG	2,211,682	12/15/1998	Registered	LeapFrog Enterprises, Inc.
LEAPFROG	2,635,552	10/15/2002	Registered	LeapFrog Enterprises, Inc.
LEAPFROG	2,534,368	1 /29/2002	Registered	LeapFrog Enterprises, Inc.
LEAPFROG	2,745,425	8 /5 /2003	Registered	LeapFrog Enterprises, Inc.
LEAPFROG	2,534,370	1 /29/2002	Registered	LeapFrog Enterprises, Inc.
LEAPFROG	2,448,032	5 /1 /2001	Registered	LeapFrog Enterprises, Inc.
LEAPFROG	2,264,123	7 /27/1999	Registered	LeapFrog Enterprises, Inc.
LEAPFROG	2,890,005	9 /28/2004	Registered	LeapFrog Enterprises, Inc.
LEAPFROG	2,804,959	1 /13/2004	Registered	LeapFrog Enterprises, Inc.
LEAPFROG	3,353,167	12/11/2007	Registered	LeapFrog Enterprises, Inc.
LEAPFROG (and Design - leaping off box)	2,169,827	6 /30/1998	Registered	LeapFrog Enterprises, Inc.
LEAPFROG (and Design - leaping off box)	2,284,485	10/12/1999	Registered	LeapFrog Enterprises, Inc.

Trademark	Reg. or App. No.	Reg. or App. Date	Status	Owner
LEAPFROG (and Design - leaping off box)	2,726,463	1/17/2003	Registered	LeapFrog Enterprises, Inc.
LEAPFROG SCHOOLHOUSE	2,869,873	8/3/2004	Registered	LeapFrog Enterprises, Inc.
LEAPFROG SCHOOLHOUSE	2,655,678	12/3/2002	Registered	LeapFrog Enterprises, Inc.
LEAPFROG SCHOOLHOUSE	3,016,568	11/22/2005	Registered	LeapFrog Enterprises, Inc.
LEAPPAD	2,491,192	9/18/2001	Registered	Leapfrog Enterprises, Inc.
LEAPPAD	2,973,143	7/19/2005	Registered	LeapFrog Enterprises, Inc.
LEAP'S PHONICS POND	2,573,256	5/28/2002	Registered	Leapfrog Enterprises, Inc.
LEAP'S POND	2,847,957	6/1/2004	Registered	LeapFrog Enterprises, Inc.
LeapStages Logo	3,363,247	1/1/2008	Registered	LeapFrog Enterprises, Inc.
LEAPSTART	2,825,828	3/23/2004	Registered	Leapfrog Enterprises, Inc.
LEAPSTER	3,030,048	12/13/2005	Registered	LeapFrog Enterprises, Inc.
LEAPSTER L-MAX	3,163,773	10/24/2006	Registered	LeapFrog Enterprises, Inc.
LEAPSTER L-MAX	3,172,230	11/14/2006	Registered	LeapFrog Enterprises, Inc.
LEAPTRACK	2,782,719	11/11/2003	Registered	LeapFrog Enterprises, Inc.
LEAPTRACK	2,703,184	9/1/2003	Registered	Leapfrog Enterprises, Inc.
LEARN & GROOVE	3,216,243	3/6/2007	Registered	LeapFrog Enterprises, Inc.
LEARN SOMETHING NEW EVERY DAY	2,699,680	3/23/2003	Registered	LeapFrog Enterprises, Inc.
LEARN SOMETHING NEW EVERY DAY	2,821,548	3/9/2004	Registered	LeapFrog Enterprises, Inc.
LEARN SOMETHING NEW EVERY DAY	2,867,250	7/27/2004	Registered	LeapFrog Enterprises, Inc.
LEARN YOUR WAY THROUGH MUSIC PLAY	2,819,801	3/2/2004	Registered	LeapFrog Enterprises, Inc.
LEARNING BAND	3,184,405	12/12/2006	Registered	LeapFrog Enterprises, Inc.
LEARNING FRIEND	2,769,363	9/30/2003	Registered	Leapfrog Enterprises, Inc.
LEARNING FRIENDS	3,265,973	7/17/2007	Registered	LeapFrog Enterprises, Inc.
LEARNING SCREEN	2,978,508	7/26/2005	Registered	LeapFrog Enterprises, Inc.
LEARNING TOWN	3,266,286	7/17/2007	Registered	LeapFrog Enterprises, Inc.

Trademark	Reg. or App. No.	Reg. or App. Date	Status	Owner
LEARNING TOWN (and Design)	3,314,599	10/16/2007	Registered	LeapFrog Enterprises, Inc.
LETTER FACTORY	3,353,172	12/11/2007	Registered	LeapFrog Enterprises, Inc.
LITTLE LEAP	2,294,754	11/23/1999	Registered	LeapFrog Enterprises, Inc.
LITTLE LEAPS	3,331,767	11/6 /2007	Registered	LeapFrog Enterprises, Inc.
LITTLETOUCH	2,958,046	5 /31/2005	Registered	LeapFrog Enterprises, Inc.
LULU THE LETTER-SPINNING SPIDER	3,218,677	3 /13/2007	Registered	LeapFrog Enterprises, Inc.
MATH CIRCUS	3,330,633	11/6 /2007	Registered	LeapFrog Enterprises, Inc.
MIND MANIA	2,944,907	6 /6 /2003	Registered	LeapFrog Enterprises, Inc.
MIND STATION	2,650,442	11/12/2002	Registered	LeapFrog Enterprises, Inc.
MIND WARS	3,230,507	4 /17/2007	Registered	LeapFrog Enterprises, Inc.
MINDLINK	2,727,544	6 /17/2003	Registered	LeapFrog Enterprises, Inc.
Miscellaneous Design (Magic Pen Design)	2,903,165	11/16/2004	Registered	LeapFrog Enterprises, Inc.
Miscellaneous Design (Magic Pen Tip)	2,903,166	11/16/2004	Registered	LeapFrog Enterprises, Inc.
MY OWN LEARNING LEAP	3,146,479	9 /19/2006	Registered	LeapFrog Enterprises, Inc.
NEVER-ENDING LEARNING	2,658,998	12/10/2002	Registered	LeapFrog Enterprises, Inc.
NUMBER RUMBLE	77705,290	4 /2 /2009	Pending	LeapFrog Enterprises, Inc.
ODYSSEY	2,695,399	3 /11/2003	Registered	LeapFrog Enterprises, Inc.
PHONICS BUS	2,206,377	12/1 /1998	Registered	LeapFrog Enterprises, Inc.
PHONICS DESK	2,206,378	12/1 /1998	Registered	LeapFrog Enterprises, Inc.
PLAY ANYWHERE... LEARN EVERYWHERE!	3,225,748	4 /3 /2007	Registered	LeapFrog Enterprises, Inc.
PRESS & LEARN	3,199,443	1 /16/2007	Registered	LeapFrog Enterprises, Inc.
QUANTUM LEAP	2,705,238	4 /8 /2003	Registered	LeapFrog Enterprises, Inc.
QUANTUM PAD	2,751,193	8 /12/2003	Registered	LeapFrog Enterprises, Inc.
READY, SET, LEAP!	2,947,709	5 /10/2005	Registered	LeapFrog Enterprises, Inc.
ROLL & RHYME	2,856,919	6 /22/2004	Registered	LeapFrog Enterprises, Inc.

Trademark	Reg. or App. No.	Reg. or App. Date	Status	Owner
SEE THE LEARNING	77/357,470	12/20/2007	Pending	LeapFrog Enterprises, Inc.
STORYBLOCK	2,759,958	9/2/2003	Registered	LeapFrog Enterprises, Inc.
TAG & Design	77/976,911	10/29/2007	Pending	LeapFrog Enterprises, Inc.
TAG & Design	77/316,437	10/29/2007	Pending	LeapFrog Enterprises, Inc.
TAG JUNIOR & Design	77/716,797	4/17/2009	Pending	LeapFrog Enterprises, Inc.
TAG JUNIOR & Design	77/716,800	4/17/2009	Pending	LeapFrog Enterprises, Inc.
TAKE LEARNING TO THE MAX!	3,369,492	7/24/2007	Registered	LeapFrog Enterprises, Inc.
TALKING WORDS FACTORY	3,340,902	11/20/2007	Registered	LeapFrog Enterprises, Inc.
TOUCH & TUG	3,165,998	10/31/2006	Registered	LeapFrog Enterprises, Inc.
TURBO TWIST	2,534,765	1/29/2002	Registered	LeapFrog Enterprises, Inc.
TWIST & SHOUT	2,453,490	5/22/2001	Registered	LeapFrog Enterprises, Inc.
UNLOCKING LEARNING POTENTIAL	3,276,305	8/7/2007	Registered	LeapFrog Enterprises, Inc.
UNLOCKING LEARNING POTENTIAL	3,389,407	2/26/2008	Registered	LeapFrog Enterprises, Inc.
ZIPPITY	77/572,741	9/17/2008	Pending	LeapFrog Enterprises, Inc.
KIDGET	77/589,859	10/9/2008	Pending	LeapFrog Enterprises, Inc.
KIDGET TECH TOYS THAT TEACH	77/589,894	10/9/2008	Pending	LeapFrog Enterprises, Inc.

Domain Names:

Domain	Created	Expires	Owner
flycomputer.com	6/7/2001	6/8/2009	LeapFrog Enterprises, Inc.
flycomputer.net	7/27/2003	7/27/2009	LeapFrog Enterprises, Inc.
flycomputer.org	7/27/2003	7/28/2009	LeapFrog Enterprises, Inc.
flyfusion.com	4/25/2006	4/25/2009	LeapFrog Enterprises, Inc.
flypen.com	1/14/2003	1/14/2009	LeapFrog Enterprises, Inc.
flypentop.com	9/10/2004	9/10/2008	LeapFrog Enterprises, Inc.
flypentop.net	12/10/2004	12/10/2008	LeapFrog Enterprises, Inc.
leapfrog.com	1/10/2000	1/10/2009	LeapFrog Enterprises, Inc.
leapfrogbaby.com	2/3/2004	2/3/2009	LeapFrog Enterprises, Inc.
leapfrogenterprises.com	2/19/2001	2/19/2009	LeapFrog Enterprises, Inc.
leapfroginvestor.com	8/29/2002	8/29/2008	LeapFrog Enterprises, Inc.
leapfroginvestorrelations.com	8/29/2002	8/29/2008	LeapFrog Enterprises, Inc.
leapfrogreads.com	1/12/2004	11/9/2008	LeapFrog Enterprises, Inc.

Domain	Created	Expires	Owner
leapfrogschool.com	5/6/2002	5/6/2009	LeapFrog Enterprises, Inc.
leapfrogschoolconnect.com	4/27/2008	4/27/2010	LeapFrog Enterprises, Inc.
leapfrogschoolhouse.com	8/13/1999	8/13/2009	LeapFrog Enterprises, Inc.
leapfrogstore.com	7/16/2003	7/16/2009	LeapFrog Enterprises, Inc.
leapfrogtoys.com	11/14/2003	4/11/2009	LeapFrog Enterprises, Inc.
leapfrog-toys.com	4/6/2000	4/6/2009	LeapFrog Enterprises, Inc.
leapfroguk.com	12/30/2003	12/30/2008	LeapFrog Enterprises, Inc.
leappad.com	11/14/2003	6/1/2009	LeapFrog Enterprises, Inc.
leapstertv.com	1/20/2006	1/20/2009	LeapFrog Enterprises, Inc.
leapsterworld.com	4/9/2004	4/9/2009	LeapFrog Enterprises, Inc.
leapsterworlduk.com	8/24/2006	8/24/2008	LeapFrog Enterprises, Inc.
leaptrack.com	8/28/2000	8/28/2008	LeapFrog Enterprises, Inc.
leaptrack.net	8/28/2000	8/28/2008	LeapFrog Enterprises, Inc.
leaptrack.org	8/28/2000	8/28/2008	LeapFrog Enterprises, Inc.
linktolessons.com	5/17/2007	5/17/2009	LeapFrog Enterprises, Inc.
literacycenter.com	5/17/2002	5/17/2009	LeapFrog Enterprises, Inc.
mundoleapster.com	2/20/2007	2/20/2009	LeapFrog Enterprises, Inc.
myleapfrog.com	6/25/1999	6/25/2009	LeapFrog Enterprises, Inc.
shopleapfrog.com	2/6/2004	2/6/2009	LeapFrog Enterprises, Inc.
tagjr.com	2/10/2009	2/10/2011	LeapFrog Enterprises, Inc.
tagjunior.com	2/10/2009	2/10/2011	LeapFrog Enterprises, Inc.
tagschoolreader.com	2/5/2008	2/5/2010	LeapFrog Enterprises, Inc.
turbotwist.biz	11/13/2001	11/18/2008	LeapFrog Enterprises, Inc.
turbotwist.info	9/22/2001	10/31/2008	LeapFrog Enterprises, Inc.
turbotwist.net	5/17/2001	5/17/2009	LeapFrog Enterprises, Inc.
turbotwist.org	5/17/2001	5/17/2009	LeapFrog Enterprises, Inc.
turbotwistfact.com	5/17/2001	5/17/2009	LeapFrog Enterprises, Inc.
turbotwistfact.net	5/17/2001	5/17/2009	LeapFrog Enterprises, Inc.
turbotwistfact.org	5/17/2001	5/17/2009	LeapFrog Enterprises, Inc.
turbotwistmath.com	5/17/2001	5/17/2009	LeapFrog Enterprises, Inc.
turbotwistmath.net	5/17/2001	5/17/2009	LeapFrog Enterprises, Inc.
turbotwistmath.org	5/17/2001	5/17/2009	LeapFrog Enterprises, Inc.
turbotwistpelling.com	5/17/2001	5/17/2009	LeapFrog Enterprises, Inc.
turbotwistpelling.net	5/17/2001	5/17/2009	LeapFrog Enterprises, Inc.
turbotwistpelling.org	5/17/2001	5/17/2009	LeapFrog Enterprises, Inc.
turbotwistvocabulary.com	5/18/2001	5/18/2009	LeapFrog Enterprises, Inc.
turbotwistvocabulary.net	5/18/2001	5/18/2009	LeapFrog Enterprises, Inc.
turbotwistvocabulary.org	5/18/2001	5/18/2009	LeapFrog Enterprises, Inc.

Trade Names:

Owner

Names

LeapFrog Enterprises, Inc.

LeapFrog Enterprises, Inc.

LeapFrog Enterprises, Inc.

LeapFrog School

Schedule C

Copyrights

Title	Reg. No.	Reg. Date	Owner
3rd GRADE GRAMMAR	TX6-176,225	4 /22/2005	LeapFrog Enterprises, Inc.
3rd GRADE SCIENCE	TX6-454-491	11/1 /2006	LeapFrog Enterprises, Inc.
4th GRADE SCIENCE	TX6-084,320	12/8 /2004	LeapFrog Enterprises, Inc.
A BARK IN THE DARK	TX5-817,381	10/16/2003	LeapFrog Enterprises, Inc.
A DAY AT MOSS LAKE	TX5-829,122	10/22/2003	LeapFrog Enterprises, Inc.
A DAY ON THE RANCH	TX6-176,192	1 /5 /2005	LeapFrog Enterprises, Inc.
A FISHERMAN'S TALE	TX5-866,852	11/21/2003	LeapFrog Enterprises, Inc.
A NATURE WALK	TX6-189,029	4 /22/2005	LeapFrog Enterprises, Inc.
A SUNNY FUNNY DAY IN MAY	TX6-211,618	8 /4 /2005	LeapFrog Enterprises, Inc.
A SURPRISING TEACHER	TX5-817,380	10/16/2003	LeapFrog Enterprises, Inc.
A TAD TOO MUCH	TX5-816,827	9 /30/2003	LeapFrog Enterprises, Inc.
A TO Z ADVENTURE	TX 6,072,999	12/8 /2004	LeapFrog Enterprises, Inc.
A YEAR ON MY STREET	TX6-090,846	1 /3 /2005	LeapFrog Enterprises, Inc.
ALL ABOUT ME	TX6-176,195	1 /5 /2005	LeapFrog Enterprises, Inc.
ALL ABOUT MY HOME	TX6-176,196	1 /3 /2005	LeapFrog Enterprises, Inc.
ALL ABOUT SCHOOL	TX6-176,191	1 /5 /2005	LeapFrog Enterprises, Inc.
ALPHABET ADVENTURES	TX5-818,918	9 /30/2003	LeapFrog Enterprises, Inc.
ALPHABET CARDS	TX6-352-769	4 /6 /2006	LeapFrog Enterprises, Inc.
Alphabet Character: A STUDENT	VA1- 251,904	3 /3 /2004	LeapFrog Enterprises, Inc.
Alphabet Character: A TRAINER	VA1- 251,918	3 /3 /2004	LeapFrog Enterprises, Inc.
Alphabet Character: B STUDENT	VA1- 251,910	3 /3 /2004	LeapFrog Enterprises, Inc.
Alphabet Character: B TRAINER	VA1- 251,909	3 /3 /2004	LeapFrog Enterprises, Inc.
Alphabet Character: C STUDENT	VA1- 251,916	3 /3 /2004	LeapFrog Enterprises, Inc.

Title	Reg. No.	Reg. Date	Owner
Alphabet Character: C TRAINER	VAI-251,912	2/17/2004	LeapFrog Enterprises, Inc.
Alphabet Character: D STUDENT	VAI-251,919	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: D TRAINER	VAI-251,917	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: E STUDENT	VAI-251,914	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: E TRAINER	VAI-251,911	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: F STUDENT	VAI-251,913	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: F TRAINER	VAI-251,908	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: G STUDENT	VAI-251,903	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: G TRAINER	VAI-251,915	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: H STUDENT	VAI-251,920	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: H TRAINER	VAI-251,997	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: I STUDENT	VAI-251,906	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: I TRAINER	VAI-251,905	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: J STUDENT	VAI-237,086	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: J TRAINER	VAI-237,087	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: K STUDENT	VAI-237,084	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: K TRAINER	VAI-237,085	3/3/2004	LeapFrog Enterprises, Inc.
Alphabet Character: L STUDENT	VAI-237,082	2/20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: L TRAINER	VAI-237,083	2/20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: M STUDENT	VAI-237,080	2/20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: M TRAINER	VAI-237,081	2/20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: N STUDENT	VAI-237,077	2/20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: N TRAINER	VAI-237,079	2/20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: O STUDENTS	VAI-237,076	2/20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: O TRAINER	VAI-237,078	2/20/2004	LeapFrog Enterprises, Inc.

Title	Reg. No.	Reg. Date	Owner
Alphabet Character: P STUDENT	VA1-237,075	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: P TRAINER	VA1-237,074	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: Q TRAINER	VA1-271,197	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: R STUDENT	VA1-237,072	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: R TRAINER	VA1-237,073	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: S TRAINER	VA1-271,196	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: T STUDENT	VA1-246,461	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: T TRAINER	VA1-246,450	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: U STUDENT	VA1-256,351	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: U TRAINER	VA1-246,453	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: V STUDENT	VA1-246,455	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: VIBRATING V	VA1-246,454	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: W BAPPER	VA1-246,457	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: W STUDENT	VA1-246,458	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: W TRAINER	VA1-246,456	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: X STUDENT	VA1-246,459	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: Y STUDENT	VA1-246,462	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: Y TRAINER	VA1-246,460	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: Z Student	VA1-246-452	2 /20/2004	LeapFrog Enterprises, Inc.
Alphabet Character: Z TRAINER	VA1-246,451	2 /20/2004	LeapFrog Enterprises, Inc.
ALPHABET PAL	VA1,035,730	4 /15/2000	LeapFrog Enterprises, Inc.
AMAZING ANIMALS	TX6-184,098	3 /4 /2005	LeapFrog Enterprises, Inc.
AMAZING INVENTIONS	TX6-176,226	4 /22/2005	LeapFrog Enterprises, Inc.
AMAZING MAMMALS	TX5-828,439	10/22/2003	LeapFrog Enterprises, Inc.
AMERICAN HEROES	TX6-183,280	3 /4 /2005	LeapFrog Enterprises, Inc.

Title	Reg. No.	Reg. Date	Owner
ANIMAL WORLD	TX6-251,656	10/17/2005	LeapFrog Enterprises, Inc.
ANIMALS EVERYWHERE	TX6-189,028	4/22/2005	LeapFrog Enterprises, Inc.
ANNA'S FIRST BALLET	TX6-349-362	4/6/2006	LeapFrog Enterprises, Inc.
ARNI THE ALLIGATOR	VAU613,493	7/24/2003	LeapFrog Enterprises, Inc.
AROUND THE BLOCK	TX6-124,846	1/7/2005	LeapFrog Enterprises, Inc.
AT THE ART MART	TX6-090,848	1/3/2005	LeapFrog Enterprises, Inc.
AT THE LAKE IN JUNE	TX6-124,849	1/3/2005	LeapFrog Enterprises, Inc.
AT THE SHORE	TX6-090,842	1/3/2005	LeapFrog Enterprises, Inc.
AWESOME ATHLETES	TX6-189,031	4/22/2005	LeapFrog Enterprises, Inc.
BABY COUNTING PAL PLUSH	VA1,349-919	4/12/2006	LeapFrog Enterprises, Inc.
BABY TAD MINI PLUSH	VA1-293,631	12/6/2004	LeapFrog Enterprises, Inc.
BABY VA DE COMPRAS	TX6-212,267	8/4/2005	LeapFrog Enterprises, Inc.
BATILDA	VAU591,477	7/24/2003	LeapFrog Enterprises, Inc.
BEEBLE	VAU613,495	7/24/2003	LeapFrog Enterprises, Inc.
BEN	VA1-578,482	3/3/2003	LeapFrog Enterprises, Inc.
BIG BOOK TEACHING CARDS - NATURE'S TREASURES	TX6-309-944	1/29/2007	LeapFrog Enterprises, Inc.
BOATS Afloat	TX6-124,856	1/3/2005	LeapFrog Enterprises, Inc.
CAKE AND MICE CREAM	TX5-818,919	9/30/2003	LeapFrog Enterprises, Inc.
CAPTAIN OCTOPUS	VAU591,470	7/24/2003	LeapFrog Enterprises, Inc.
CASEY	VA1,061,999	8/7/2000	LeapFrog Enterprises, Inc.
CASEY CAT HAS A HAT	TX6-124,841	1/7/2005	LeapFrog Enterprises, Inc.
Characters: Little Leaps BUN-BUN	VA1-374-132	7/17/2006	LeapFrog Enterprises, Inc.
Characters: Little Leaps LULU	VA1-374-134	7/17/2006	LeapFrog Enterprises, Inc.
Characters: Little Leaps NESTOR	VA1-374-133	7/17/2006	LeapFrog Enterprises, Inc.
Characters: Little Leaps SAMI	VA1-374-133	7/17/2006	LeapFrog Enterprises, Inc.

Title	Reg. No.	Reg. Date	Owner
COUNT & PAINT NUMBERS CREATIVITY KIT	TX6-346-751	4 /6 /2006	LeapFrog Enterprises, Inc.
COUNT LEAP TO SLEEP	TX6-356-511	4 /6 /2006	LeapFrog Enterprises, Inc.
COUNTING HOUSE ANIMAL PARTY - plush	VA1-379-607	4 /12/2006	LeapFrog Enterprises, Inc.
COUNTING ON LEAP	TX5-836,930	10/22/2003	LeapFrog Enterprises, Inc.
COUNTING PAL	VA1,152,529	7 /25/2002	LeapFrog Enterprises, Inc.
DAD	VA1,062,001	8 /7 /2000	LeapFrog Enterprises, Inc.
DAN	VA1,062,004	8 /7 /2000	LeapFrog Enterprises, Inc.
DAN'S GAME	TX6-176,194	1 /5 /2005	LeapFrog Enterprises, Inc.
DELLA	VA1,062,003	8 /7 /2000	LeapFrog Enterprises, Inc.
DOT Character	VA1-293,629	12/6 /2004	LeapFrog Enterprises, Inc.
EARLY LITERACY GRAPHOPHONEMIC KNOWLEDGE POS	TX6-517-447	1 /22/2007	LeapFrog Enterprises, Inc.
EASY READER PHONICS KIT 1	TX6-234,775	10/17/2005	LeapFrog Enterprises, Inc.
EASY READER PHONICS KIT 2	TX6-234,774	10/17/2005	LeapFrog Enterprises, Inc.
EDISON	VA1,062,006	8 /7 /2000	LeapFrog Enterprises, Inc.
EDUARDO'S BUS TRIP	TX6-207,652	1 /27/2005	LeapFrog Enterprises, Inc.
ENGLISH LEAPDESK PRE-K BLUE SET 1	VA1-298,592	2 /24/2005	LeapFrog Enterprises, Inc.
ENGLISH LEAPDESK PRE-K GREEN SET 1	VA1-298,003	2 /24/2005	LeapFrog Enterprises, Inc.
ENGLISH LEAPDESK PRE-K GREEN SET 2	VA1-298,593	2 /28/2005	LeapFrog Enterprises, Inc.
EVERYONE CAN HELP	TX6-189,026	4 /22/2005	LeapFrog Enterprises, Inc.
FACES IN FARAWAY PLACES	TX6-184,099	5 /4 /2005	LeapFrog Enterprises, Inc.
FAIR IS FAIR	TX5-817,382	10/16/2003	LeapFrog Enterprises, Inc.
FAVORITE FAIRY TALES	TX5-829,889	10/16/2003	LeapFrog Enterprises, Inc.
FIRE ANT	VAU598,816	8 /5 /2003	LeapFrog Enterprises, Inc.
FLY FRIENDS QUIZ KIT	TX6-352-792	4 /6 /2006	LeapFrog Enterprises, Inc.
FLY FRIENDS SLUMBER PARTY PACK	TX6-352-801	4 /5 /2006	LeapFrog Enterprises, Inc.

Title	Reg. No.	Reg. Date	Owner
FLY GAMES VOLUME I	TX6-349-337	4 /26/2006	LeapFrog Enterprises, Inc.
FLY THROUGH MATH GRADES 4-6 MULTIPLICATION AND DIVISION FLIGHT MANUAL AND PAPER PAD	TX6-349,370	4 /6 /2006	LeapFrog Enterprises, Inc.
FLY THROUGH SPANISH	TX6-332-323	4 /6 /2006	LeapFrog Enterprises, Inc.
FLY THROUGH SPELLING GRADES 3-5	TX6-332,322	4 /6 /2006	LeapFrog Enterprises, Inc.
FLY THROUGH SPELLING REFILL PAPER	TX6-348-266	4 /6 /2006	LeapFrog Enterprises, Inc.
FLY THROUGH TESTS GRADES 6-8	TX6-332-321	4 /6 /2006	LeapFrog Enterprises, Inc.
FOOD FUN	TX6-189,027	4 /22/2005	LeapFrog Enterprises, Inc.
FUN DAYS	TX6-124,847	1 /7 /2005	LeapFrog Enterprises, Inc.
FUN TIME	TX 6,302,510	4 /22/2005	LeapFrog Enterprises, Inc.
FUNHOUSE DOOR	VAU595,727	8 /1 /2003	LeapFrog Enterprises, Inc.
GEOGRAPHY: THE SEVEN CONTINENTS	TX5-866,851	11/21/2003	LeapFrog Enterprises, Inc.
GET READY FOR POTTY TIME!	TX6-356-512	4 /6 /2006	LeapFrog Enterprises, Inc.
GRANDPA	VA1 061,998	8 /7 /2006	LeapFrog Enterprises, Inc.
GRIDDLY DIDDLY I/SOFTWARE CODE 1996	TX5-785,158	7 /31/2003	LeapFrog Enterprises, Inc.
HELPING HANDS	TX6-176,224	4 /22/2005	LeapFrog Enterprises, Inc.
HIDE AND SEEK SOUNDS	TX6-311,615	8 /4 /2005	LeapFrog Enterprises, Inc.
HIT IT MAESTRO	TX5-879,873	10/16/2003	LeapFrog Enterprises, Inc.
HOME DAYS	TX6-124,852	1 /3 /2005	LeapFrog Enterprises, Inc.
HUG & LEARN ANIMAL GLOBE PLUSH	VA1,379,608	4 /12/2006	LeapFrog Enterprises, Inc.
HUG & LEARN BABY TAD	VA1 035,729	4 /21/2000	LeapFrog Enterprises, Inc.
HUG & LEARN BABY TAD PLUSH	VA1,349-920	4 /12/2006	LeapFrog Enterprises, Inc.
I KNOW MY ABC'S	TX5-967,311	9 /30/2003	LeapFrog Enterprises, Inc.
I KNOW MY BLENDS AND DIAGRAPHS	TX5-818,920	9 /30/2003	LeapFrog Enterprises, Inc.
I KNOW MY LONG VOWELS	TX5-866,850	11/21/2003	LeapFrog Enterprises, Inc.
I KNOW MY SHORT VOWELS	TX3-974,915	11/21/2003	LeapFrog Enterprises, Inc.

Title	Reg. No.	Reg. Date	Owner
I SPY IN THE SKY	TX6-090,845	1 /3 /2005	LeapFrog Enterprises, Inc.
IF I WERE...	TX6 072,998	12/8 /2004	LeapFrog Enterprises, Inc.
INTERACTIVE GRID DESIGN	VA1-229,038	3 /17/2003	LeapFrog Enterprises, Inc.
IQUEST TEACHER'S MANUAL	TX6-248,668	10/17/2005	LeapFrog Enterprises, Inc.
IT'S A MYSTERY	TX6-197,078	6 /13/2005	LeapFrog Enterprises, Inc.
JUST TO BE SAFE	TX6-099,638	1 /27/2005	LeapFrog Enterprises, Inc.
KINDERGARTEN MATH	TX 6,072,962	12/8 /2004	LeapFrog Enterprises, Inc.
LANGUAGE ART GRADE 4 L1-8, L10 L2 L14-L15 90099-99903	TX6-454-848	10/25/2006	LeapFrog Enterprises, Inc.
LANGUAGE ARTS GRADE 1 L16-L18 96094-99903	VA1-398-389	1 /29/2007	LeapFrog Enterprises, Inc.
LANGUAGE ARTS GRADE 1 L1-L9, L12-L15	VA1-337,164	10/17/2005	LeapFrog Enterprises, Inc.
LANGUAGE ARTS GRADE 1 R1-R5	VA1-326,565	8 /3 /2005	LeapFrog Enterprises, Inc.
LANGUAGE ARTS GRADE 2 L1, L3-L9 & L11-L15	VA1-326,566	8 /5 /2005	LeapFrog Enterprises, Inc.
LANGUAGE ARTS GRADE 2 L16-L21 96095-99903	VA1-405-326	1 /22/2007	LeapFrog Enterprises, Inc.
LANGUAGE ARTS GRADE 5 L1 AND L12 LABELS	VA1-331,290	8 /4 /2005	LeapFrog Enterprises, Inc.
LANGUAGE FIRST TEACHER'S EDITION - ANIMALS	TX6-515-642	1 /22/2007	LeapFrog Enterprises, Inc.
LANGUAGE FIRST TEACHER'S EDITION - NATURE'S FURY	TX6-515-640	1 /22/2007	LeapFrog Enterprises, Inc.
LANGUAGE FIRST! ANIMALS- GREEN	TX6-211,617	8 /4 /2005	LeapFrog Enterprises, Inc.
LANGUAGE FIRST! ANIMALS-BLUE	TX6-211,616	8 /4 /2005	LeapFrog Enterprises, Inc.
LEAP	VA1 062,002	8 /7 /2000	LeapFrog Enterprises, Inc.
LEAP AND THE LOST DINOSAUR (Cards and Book)	TX 6,075,216	12/8 /2004	LeapFrog Enterprises, Inc.
LEAP HOPS, POPS AND MOPS!	TX6-124,851	1 /3 /2005	LeapFrog Enterprises, Inc.
LEAP INTO LEARNING BOOK (original included book)	TX 5,488,850	4 /2 /2002	LeapFrog Enterprises, Inc.
LEAP SCRUBS UP	TX6-124,844	1 /3 /2005	LeapFrog Enterprises, Inc.
LEAP TO THE MOON	TX5-879,874	10/16/2003	LeapFrog Enterprises, Inc.
LEAP TRIES AGAIN	TX5-817,334	10/16/2003	LeapFrog Enterprises, Inc.

Title	Reg. No.	Reg. Date	Owner
LEAPFROG EXPRESS	VA 916,059	9/14/1998	LeapFrog Enterprises, Inc.
LEAPFROG SKILLS CARDS R1-R40 BATCH 3 READING - GRADE 5	VA1-398-385	1/29/2007	LeapFrog Enterprises, Inc.
LEAPPAD BOOK BORDER DESIGN	VA1 121,072	2/27/2002	LeapFrog Enterprises, Inc.
LEAPPAD PUZZLE (LEAP'S ANIMAL ALPHABET)	VA1-289,076	10/25/2004	LeapFrog Enterprises, Inc.
LEAP'S BIG BIG BAG	TX6-124,853	1/3/2005	LeapFrog Enterprises, Inc.
LEAP'S BIG DAY	TX6-176,189	1/5/2005	LeapFrog Enterprises, Inc.
LEAP'S BIRTHDAY SURPRISE	TX 5,488,851	4/2/2002	LeapFrog Enterprises, Inc.
LEAP'S FRIENDS FROM A TO Z	TX5-828,438	10/22/2003	LeapFrog Enterprises, Inc.
LEAP'S POND Vol. 1 Issue 1 (Retail)	TX6-097,938	10/25/2004	LeapFrog Enterprises, Inc.
LEAP'S SNACK	TX6-124,843	1/7/2005	LeapFrog Enterprises, Inc.
LEAPTRACK CARDS GRADE 2 MATH M1-M20	VA1-326,567	8/5/2005	LeapFrog Enterprises, Inc.
LEAPTRACK CARDS: LEAPFROG SCHOOLHOUSE LANGUAGE ARTS GRADE 5 L4, L7, L13-L15	VA1-324,340	4/22/2005	LeapFrog Enterprises, Inc.
LEAPTRACK CLASSROOM HANDBOOK V. 3	TX6-375,192	10/17/2005	LeapFrog Enterprises, Inc.
LEAPTRACK CLASSROOM HANDBOOK V3.0	TX6,165,350	4/28/2005	LeapFrog Enterprises, Inc.
LEAPTRACK CLASSROOM SYSTEM GUIDE V 3.0	TX6,165,351	4/28/2005	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILL SURVEY SCIENCE 822	TX5-923-235	3/2/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY LANGUAGE ARTS L42	TX5-923-230	2/27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY LANGUAGE ARTS L11	TX5-952-581	2/17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY LANGUAGE ARTS L12	TX5-923-225	2/27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY LANGUAGE ARTS L43	TX5-912-034	2/17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY LANGUAGE ARTS L51	TX5-903-403	2/17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY LANGUAGE ARTS L52	TX5-919-331	3/2/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY LANGUAGE ARTS L53	TX5-919-338	3/2/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M01	TX5-923-224	2/27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M02	TX5-922,574	2/17/2004	LeapFrog Enterprises, Inc.

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LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M03	TX5-923-232	2 /27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M11	TX5-923-228	2 /27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M12	TX5-923-241	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M33	TX5-857,074	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M42	TX5-923-223	2 /27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M43	TX5-923-229	2 /27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M51	TX5-923-240	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M52	TX5-919-333	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M53	TX5-923-237	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY READING R01	TX5-923-235	2 /27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY READING R02	TX5-952-573	2 /17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY READING R03	TX5-923-376	2 /27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY READING R11	TX5-952-579	2 /17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY READING R12	TX5-923-222	2 /27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY READING R42	TX5-952-578	2 /17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY READING R43	TX5-923-227	2 /27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY READING R52	TX5-952-575	2 /17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY READING R53	TX5-952-580	2 /17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S21	TX5-923-239	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S23	TX5-915-434	2/17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S31	TX5-919-339	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S41	TX5-923-236	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S42	TX5-920-244	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S43	TX5-952-577	2 /17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S51	TX5-920-249	3 /2 /2004	LeapFrog Enterprises, Inc.

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LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S52	TX5-923-226	2 /27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S53	TX5-919,335	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES	TX5-912-035	2 /17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T21	TX5-920-245	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T22	TX5-923-242	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T31	TX5-919,330	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T32	TX5-923-221	2 /27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T33	TX5-915-437	2 /17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T41	TX5-920-247	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T42	TX5-920-243	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T43	TX5-923-234	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T51	TX5-915-436	2 /17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T53	TX5-952-573	2 /17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK FCAT MATHEMATICS FLM3	TX5-923-238	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK FCAT READING FLR4	TX5-920-246	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK GRAPHOPHONEMIC KNOWLEDGE	TX6-517-512	1 /22/2007	LeapFrog Enterprises, Inc.
LEAPTRACK LANGUAGE L13	TX5-834,779	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK LANGUAGE L21	TX5-893,908	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK LANGUAGE L22	TX5-893,904	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK LANGUAGE L23	TX5-866,847	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK LANGUAGE L31	TX5-857,675	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK LANGUAGE L32	TX5-866,846	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK LANGUAGE L33	TX5-893,905	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK LANGUAGE L41	TX5-893,906	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK MATH M13	TX5-893,910	11/21/2003	LeapFrog Enterprises, Inc.

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LEAPTRACK MATH M21	TX5-866,848	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK MATH M22	TX5-893,909	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK MATH M23	TX5-893,903	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK MATH M31	TX5-893,901	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK MATH M32	TX5-893,902	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK MATH M41	TX5-893,907	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK READING AND MATH ASSESSMENT BOOK 2ND AND 3RD GRADE PKB23	TX6-212,268	8 /4 /2003	LeapFrog Enterprises, Inc.
LEAPTRACK READING R13	TX5-894,336	8 /13/2003	LeapFrog Enterprises, Inc.
LEAPTRACK READING R21	TX5-805,809	8 /13/2003	LeapFrog Enterprises, Inc.
LEAPTRACK READING R22	TX5-805,812	8 /13/2003	LeapFrog Enterprises, Inc.
LEAPTRACK READING R23	TX5-805,814	8 /13/2003	LeapFrog Enterprises, Inc.
LEAPTRACK READING R31	TX5-805,811	8 /13/2003	LeapFrog Enterprises, Inc.
LEAPTRACK READING R32	TX5-805,810	8 /13/2003	LeapFrog Enterprises, Inc.
LEAPTRACK READING R33	TX5-805,813	8 /13/2003	LeapFrog Enterprises, Inc.
LEAPTRACK READING R41	TX5-866,849	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK SCIENCE S33 CRITICAL SKILLS SURVEY	TX5-920-242	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK STATE PRACTICE TEST - FLORIDA FCAT FLR3	TX5-912-036	2 /17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK STATE PRACTICE TEST - FLORIDA FCAT MATHEMATICS FLM4	TX5-915-435	2 /17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK STATE PRACTICE TEST - FLORIDA FCAT READING FLRS	TX5-952,582	2 /17/2004	LeapFrog Enterprises, Inc.
LEAPTRACK STATE PRACTICE TEST READING TXR5	TX5-919-336	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK STATE PRACTICE TEST TEXAS MATHEMATICS TXM5	TX5-920-248	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK STATE PRACTICE TEST TEXAS READING TXR4	TX5-923-231	2 /27/2004	LeapFrog Enterprises, Inc.
LEAPTRACK STATE PRACTICE TEST-TEXAS MATHEMATICS TXM4	TX5-919-337	3 /2 /2004	LeapFrog Enterprises, Inc.
LEAPTRACK SYSTEM GUIDE K-5th GRADE	TX6,251-117	10/17/2003	LeapFrog Enterprises, Inc.
LEAPTRACK TEXAS MATHEMATICS TXM3 STATE PRACTICE TEST	TX6-446-204	10/25/2006	LeapFrog Enterprises, Inc.

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LEAPTRACK TEXAS READING TXR3	TX6-446-205	10/25/2006	LeapFrog Enterprises, Inc.
LEAPTRACK VOCABULARY VII	TX5-587,672	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK VOCABULARY V21	TX5-857,673	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK VOCABULARY V31	TX5-857,670	11/21/2003	LeapFrog Enterprises, Inc.
LEAPTRACK VOCABULARY V41	TX5-857,671	11/21/2003	LeapFrog Enterprises, Inc.
LEARN TO READ AT THE STORYBOOK FACTORY	PA1-333-649	9/20/2006	LeapFrog Enterprises, Inc.
LEARN-ALONG LEAP PLUSH	VA1,349-912	4/12/2006	LeapFrog Enterprises, Inc.
LEARN-ALONG LILY PLUSH	VA1,349-914	4/12/2006	LeapFrog Enterprises, Inc.
LEARNING FRIEND LILY PLUSH	VA1,349-913	4/12/2006	LeapFrog Enterprises, Inc.
LEARNING FRIEND TAD PLUSH	VA1,349-916	4/12/2006	LeapFrog Enterprises, Inc.
LEARNING SONGS CD	SR 403-559	1/29/2007	LeapFrog Enterprises, Inc.
LEARNING SONGS FLASH CARDS	VA1-398-431	1/29/2007	LeapFrog Enterprises, Inc.
LET'S EAT!	TX6-189,033	4/22/2005	LeapFrog Enterprises, Inc.
LET'S GET BUSY, BABY	TX6-094,851	12/6/2004	LeapFrog Enterprises, Inc.
LET'S GO TO SCHOOL!	TX6-189,034	4/22/2005	LeapFrog Enterprises, Inc.
LETTER FACTORY VIDEO	PA1-217,586	2/27/2004	LeapFrog Enterprises, Inc.
LETTERPILLARS BABY	VAU595,838	8/1/2003	LeapFrog Enterprises, Inc.
LETTERPILLARS FEMALE	VAU598,464	8/1/2003	LeapFrog Enterprises, Inc.
LETTERPILLARS MALE	VAU595,835	8/1/2003	LeapFrog Enterprises, Inc.
LPSH - GRADE K P1-P12 90315-99903	VA1-405-324	1/22/2007	LeapFrog Enterprises, Inc.
LPSH GRADE 1 READING 90316-99903 P13-P27	TX6-454-846	10/25/2006	LeapFrog Enterprises, Inc.
LPSH GRADE 2 READING R1-R40 90501-99903	VA1-398-371	1/29/2007	LeapFrog Enterprises, Inc.
LPSH LANGUAGE ART GRADE 2 L10 94003-99903	TX6-454-845	10/25/2006	LeapFrog Enterprises, Inc.
LPSH LANGUAGE ART GRADE 2 L1-L9 & L11-L15 90097-99903	VA1-369-738		LeapFrog Enterprises, Inc.
LPSH LANGUAGE FIRST TEACHER'S EDITION TRAVEL	TX6-454-964	10/25/2006	LeapFrog Enterprises, Inc.

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LFSH LANGUAGE FIRST TEACHER'S MANUAL FOOD	TX6-454-404	11/1 /2006	LeapFrog Enterprises, Inc.
LFSH LEAPFROG SKILL CARDS GRADE 4 READING R1-R40 90504-99903	VA1-398-384	1 /29/2007	LeapFrog Enterprises, Inc.
LFSH LEAPTRACK SKILL CARDS MI-M20 MATH - GRADE 5	VA1-405-319	1 /22/2007	LeapFrog Enterprises, Inc.
LFSH LEVEL 2 PHONICS SKILL CARDS CONSONANT BLENDS: LIL6-LIL12	VA1-405-325	1 /22/2007	LeapFrog Enterprises, Inc.
LFSH LEVEL 3 PHONICS SKILL CARDS LONG VOWELS: LIL13-LIL17	VA1-398-388	1 /29/2007	LeapFrog Enterprises, Inc.
LFSH LEVEL 4 PHONICS SKILL CARDS DIGRAPHS: LIL 18, LIL20	VA1-405-322	1 /22/2007	LeapFrog Enterprises, Inc.
LFSH LEVEL 5 PHONICS SKILL CARDS COMPLEX VOWELS: LIL21-LIL24	VA1-398-382	1 /29/2007	LeapFrog Enterprises, Inc.
LFSH LEVEL 6 PHONICS SKILL CARDS CONTROLLED VOWELS: LIL25-LIL27	VA1-398-387	1 /29/2007	LeapFrog Enterprises, Inc.
LFSH READING - GRADE K R6-R11 906090-99903	VA1-405-321	1 /22/2007	LeapFrog Enterprises, Inc.
LFSH SKILL CARDS GRADE 4 MATH MI M20 90505-99903	TX6-454-847	10/25/2006	LeapFrog Enterprises, Inc.
LFSH SPELLING PRO GRADE 3 BASIC SKILLS	TX6-454-674		LeapFrog Enterprises, Inc.
LFSH SPELLING PRO GRADE 4 BASIC SKILLS	TX6-454-673	11/1 /2006	LeapFrog Enterprises, Inc.
LFSH SPELLING PRO GRADE 5 BASIC SKILLS	TX6-454-671	11/1 /2006	LeapFrog Enterprises, Inc.
LFSH SPELLING PRO GRADES 5 & UP	TX6-454-672	11/1 /2006	LeapFrog Enterprises, Inc.
LFSH SPELLING PRO QUIZ BOOK GRADE 1 - Basic Skills	TX6-454-963	10/25/2006	LeapFrog Enterprises, Inc.
LFSH SPELLING PRO QUIZ BOOK GRADE 2 - Basic Skills	TX6-375,193	10/17/2005	LeapFrog Enterprises, Inc.
LFSH THE LITERACY CENTER PRE-K EDITION TEACHER'S MANUAL	TX6-515-329	1 /29/2007	LeapFrog Enterprises, Inc.
LFSH TURBO TWIST MATH ACTIVITY GUIDE AGES 6 & UP	TX6-449-578	10/25/2006	LeapFrog Enterprises, Inc.
LIL CAN'T MISS	TX6-124,842	1 /7 /2005	LeapFrog Enterprises, Inc.
LILY	VA1 061,997	8 /7 /2000	LeapFrog Enterprises, Inc.
LILY'S BIRTHDAY PARTY TAKES SHAPE	TX5-817,391	10/16/2003	LeapFrog Enterprises, Inc.
LITERACY CENTER LINKS PROGRAM FOR USE WITH HOUGHTON MIFFLIN READING 2003 GREEN 1	TX6-126,967	12/17/2004	LeapFrog Enterprises, Inc.
LITERACY CENTER LINKS PROGRAM FOR USE WITH OPEN COURT - RED K	TX6-091,384	12/20/2004	LeapFrog Enterprises, Inc.
LITTLE COMPOSER	VA 949,533	9 /15/1998	LeapFrog Enterprises, Inc.
LITTLE LEAP	VA 945,611	9 /14/1998	LeapFrog Enterprises, Inc.

Title	Reg. No.	Reg. Date	Owner
LITTLE LEAP MINI PLUSH	VA1-293,632	12/6 /2004	LeapFrog Enterprises, Inc.
LITTLE LEAPS GROW-WITH-ME LEARNING SYSTEM INTERACTIVE CD-ROM	PA1-347-007	9 /20/2006	LeapFrog Enterprises, Inc.
LOOK AT DELLA DUCK	TX6-176,190	1 /5 /2005	LeapFrog Enterprises, Inc.
LOOK AT ME!	TX 6,302,512	4 /22/2005	LeapFrog Enterprises, Inc.
LOST AND FOUND	TX5-857,678	11/21/2003	LeapFrog Enterprises, Inc.
LULU THE LETTER SPINNING SPIDER - plush	VA1-379-609	4 /12/2006	LeapFrog Enterprises, Inc.
MASTERS OF SURVIVAL	TX6-184,097	5 /4 /2005	LeapFrog Enterprises, Inc.
MATH - GRADE K M11-M33 96091-99903	VA1-398-383	1 /29/2007	LeapFrog Enterprises, Inc.
MATH CIRCUS - Video	PA1-333-654	9 /20/2006	LeapFrog Enterprises, Inc.
MATH GRADE 1 M11-M22 96093-99903	VA1-398-386	1 /29/2007	LeapFrog Enterprises, Inc.
MATH GRADE 2 M21-M32 96096-99903	VA1-403-320	1 /22/2007	LeapFrog Enterprises, Inc.
MATH GRADE K M1-M10 90094-99903	VA1-405-323	1 /22/2007	LeapFrog Enterprises, Inc.
MIRABELLE THE MONKEY	VAU591,472	7 /24/2003	LeapFrog Enterprises, Inc.
MOE THE HIPPO	VAU591,469	7 /24/2003	LeapFrog Enterprises, Inc.
MOLE'S HUGE NOSE	TX5-818,921	9 /30/2003	LeapFrog Enterprises, Inc.
MDM	VA1 062,005	8 /7 /2000	LeapFrog Enterprises, Inc.
MONSTRASO	VAU613,494	7 /24/2003	LeapFrog Enterprises, Inc.
MORE CHORES	TX6-090,847	1 /3 /2005	LeapFrog Enterprises, Inc.
MOTHER GOOSE SONGBOOK	TX5-836,932	10/22/2003	LeapFrog Enterprises, Inc.
MR. CHOMPERS	VAU613,496	7 /24/2003	LeapFrog Enterprises, Inc.
MY OWN LEARNING LEAP PLUSH	VA1,349-921	4 /12/2006	LeapFrog Enterprises, Inc.
MYSTERIES OF THE PAST	TX6-183,279	5 /4 /2005	LeapFrog Enterprises, Inc.
NATURE'S FURY	TX6-539-193	1 /29/2007	LeapFrog Enterprises, Inc.
NATURE'S FURY	TX6-176,405	4 /22/2005	LeapFrog Enterprises, Inc.
NATURE'S TREASURES	TX6-099,640	1 /27/2005	LeapFrog Enterprises, Inc.

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NEIGHBORHOOD FUN	TX6-189,025	4/22/2005	LeapFrog Enterprises, Inc.
ODYSSEY III TEACHER'S MANUAL	TX6,163,352	4/28/2005	LeapFrog Enterprises, Inc.
ON THE GO!	TX8-124,843	1/7/2005	LeapFrog Enterprises, Inc.
ON THE TRAIN TO MAINE	TX6-090,843	1/3/2005	LeapFrog Enterprises, Inc.
ONCE UPON A RHYME	TX5-967,310	9/30/2003	LeapFrog Enterprises, Inc.
OPERA THE ROOSTER	VAU595,839	8/1/2003	LeapFrog Enterprises, Inc.
OSCAR	VA1 378,568	3/3/2003	LeapFrog Enterprises, Inc.
OUR ANIMAL FRIENDS	TX6-212,265	8/4/2005	LeapFrog Enterprises, Inc.
OUTDOOR ADVENTURES	TX6-514-933	1/22/2007	LeapFrog Enterprises, Inc.
OUT-THERE SCIENTISTS	TX6-183,278	5/4/2005	LeapFrog Enterprises, Inc.
PARKER	VA1 062,007	8/7/2000	LeapFrog Enterprises, Inc.
PEPPY PACER	VAU595,837	8/1/2003	LeapFrog Enterprises, Inc.
PETER PAN	TX5-829,888	10/16/2003	LeapFrog Enterprises, Inc.
PETUNIA	VAU591,481	7/24/2003	LeapFrog Enterprises, Inc.
PHONEMIC AWARENESS SERIES TEACHER'S MANUAL	TX6-209,924	8/4/2005	LeapFrog Enterprises, Inc.
PHONICS WRITING DESK	VA1 061,642	4/21/2000	LeapFrog Enterprises, Inc.
PINCH CRAWFORD	VAU591,475	7/24/2003	LeapFrog Enterprises, Inc.
PRE-K READING AND WRITING	TX169,293	7/1/2003	LeapFrog Enterprises, Inc.
PRE-K MATH GAMES	VA1-289,077	10/25/2004	LeapFrog Enterprises, Inc.
RAINY DAY PLAY	TX5-816,826	9/30/2003	LeapFrog Enterprises, Inc.
READ & SING LITTLE LEAP PLUSH	VA1,349-915	4/12/2006	LeapFrog Enterprises, Inc.
READING GAMES	VA1-289,079	10/25/2004	LeapFrog Enterprises, Inc.
READING GRADE 3 R1-R40	VA1,329-687	8/4/2005	LeapFrog Enterprises, Inc.
READ-IT-ALL Books Teacher's Edition: Level 3rd Grade	TX5-953,275	2/27/2004	LeapFrog Enterprises, Inc.
READ-IT-ALL BOOKS: TEACHER'S EDITION, LEVEL 3RD GRADE	TX5-953,275	2/27/2004	LeapFrog Enterprises, Inc.

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READ-IT-ALL TEACHER'S MANUAL 3RD GRADE (SET 2)	TX6-375,194	10/17/2005	LeapFrog Enterprises, Inc.
READ-IT-ALL TEACHER'S MANUALS 2nd GRADE (SET 2)	TX6-375,191	10/17/2005	LeapFrog Enterprises, Inc.
READY, SET, LEAP BIG FLIP BOOK	TX6-088,119	12/13/2004	LeapFrog Enterprises, Inc.
READY, SET, LEAP! Teacher's Guide: Literature Based Approach	TX5-920,465	2/27/2004	LeapFrog Enterprises, Inc.
READY, SET, LEAP! Teacher's Guide: Theme Based Approach	TX5-920,464	2/27/2004	LeapFrog Enterprises, Inc.
READY, SET, LEAP! Teachers Resource	TX5-920,463	2/27/2004	LeapFrog Enterprises, Inc.
RHYME AND SING WITH MOTHER GOOSE	VA1-290,530	11/1/2004	LeapFrog Enterprises, Inc.
RHYME TIME PARTY	TX6-212,266	8/4/2005	LeapFrog Enterprises, Inc.
ROLL & RHYME LEARNING ELEPHANT PLUSH	VA1,349-917	4/12/2006	LeapFrog Enterprises, Inc.
ROLL & RHYME LEARNING LION PLUSH	VA1,349-911	4/12/2006	LeapFrog Enterprises, Inc.
ROLL & RHYME MELODY BLOCK PLUSH	VA1,349-918	4/12/2006	LeapFrog Enterprises, Inc.
ROLLTRON	VAU591,482	7/24/2003	LeapFrog Enterprises, Inc.
ROSA	VAU578,483	3/3/2003	LeapFrog Enterprises, Inc.
ROSE AND HOPE	TX6-124,855	1/3/2005	LeapFrog Enterprises, Inc.
SCHOOL DAYS	TX6-124,848	1/7/2005	LeapFrog Enterprises, Inc.
SCHOOL TIME	TX 6,302,513	4/22/2005	LeapFrog Enterprises, Inc.
SEARCH THE CITY	TX5-857,677	11/21/2003	LeapFrog Enterprises, Inc.
SMART GUIDE TO 1ST GRADE	TX6-094,546	12/6/2004	LeapFrog Enterprises, Inc.
SMART GUIDE TO THE 3rd GRADE	TX5-967,314	9/30/2003	LeapFrog Enterprises, Inc.
SMART GUIDE TO THE 4th GRADE	TX5-967,313	9/30/2003	LeapFrog Enterprises, Inc.
SMART GUIDE TO THE 5th GRADE	TX5-967,312	9/30/2003	LeapFrog Enterprises, Inc.
SPANISH LEAPDESK PRE-K GREEN SET 1	VA1-298,591	2/24/2005	LeapFrog Enterprises, Inc.
SPANISH LEAPDESK PRE-K GREEN SET 2	VA1-298,004	2/24/2005	LeapFrog Enterprises, Inc.
SPIDER	VAU591,473	7/24/2003	LeapFrog Enterprises, Inc.
SQUIRE HARE AND SIR TURTLE	TX6-124,859	1/3/2005	LeapFrog Enterprises, Inc.

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STELLA SONGBIRD	TX6-094,550	12/6 /2004	LeapFrog Enterprises, Inc.
STITCHY	VAU591,479	7 /24/2003	LeapFrog Enterprises, Inc.
SUMMERTIME SURPRISE	TX6-517-330	1 /22/2007	LeapFrog Enterprises, Inc.
SUPER SONIC SEMI	VAU598,463	8 /1 /2003	LeapFrog Enterprises, Inc.
TAD	VA1 062,008	8 /7 /2000	LeapFrog Enterprises, Inc.
TAD AROUND TOWN	TX5-879,876	10/16/2003	LeapFrog Enterprises, Inc.
TAD GOES SHOPPING	TX5-817,385	10/16/2003	LeapFrog Enterprises, Inc.
TAD'S ANIMAL ADVENTURE: A TOUCH & TUG BOOK	VA1-323,806	4 /22/2005	LeapFrog Enterprises, Inc.
TAD'S COUNTING DAY AT THE FARM	TX5-817,393	10/16/2003	LeapFrog Enterprises, Inc.
TAD'S FIRST FEELINGS BOOK PLUSH	VA1,349-910	4 /12/2006	LeapFrog Enterprises, Inc.
TAD'S GOOD NIGHT	TX5-836,934	10/22/2003	LeapFrog Enterprises, Inc.
TAD'S SILLY NUMBER FARM	TX6-084,319	12/8 /2004	LeapFrog Enterprises, Inc.
TAD'S SILLY WRITING FAIR	TX6-094,548	12/6 /2004	LeapFrog Enterprises, Inc.
TAG READER HARDWARE PACKAGE 30704	VA1-656-666	3/18/2009	LeapFrog Enterprises, Inc.
TAG READER HARDWARE PACKAGE REFRESH 30704	VAU978-661	3/18/2009	LeapFrog Enterprises, Inc.
TAG READING SYSTEM ACTIVITY STORYBOOK: PIRATES! THE TREASURE OF TURTLE ISLAND	VA1-661-730	3/18/2009	LeapFrog Enterprises, Inc.
TAG READING SYSTEM ACTIVITY STORYBOOK: T. REX'S MIGHTY ROAR	VA1-661-723	3/18/2009	LeapFrog Enterprises, Inc.
TAG READING SYSTEM STORYBOOK OZZIE AND MACK	VA1-664-248	4/29/2009	LeapFrog Enterprises, Inc.
TALKING WORDS FACTORY 2: CODE WORD CAPER VIDEO	PA1-339-860	9 /2 /2006	LeapFrog Enterprises, Inc.
TALKING WORDS FACTORY VIDEO	PA1-217,585	2 /27/2004	LeapFrog Enterprises, Inc.
TEACHING STRATEGIES CARDS (GREEN SET)	TX6-449-579	10/25/2006	LeapFrog Enterprises, Inc.
THAT WAS THAT!	TX6-090,844	1 /3 /2005	LeapFrog Enterprises, Inc.
THE AMAZING BIG TOP LETTER CIRCUS	TX6-094,852	12/6 /2004	LeapFrog Enterprises, Inc.
THE BEST JOB!	TX6-176,193	1 /5 /2005	LeapFrog Enterprises, Inc.
THE BIKE RACE	TX6-134,857	1 /7 /2005	LeapFrog Enterprises, Inc.

Title	Reg. No.	Reg. Date	Owner
THE BIRTHDAY HUNT	TX5-829,123	10/22/2003	LeapFrog Enterprises, Inc.
THE BIRTHDAY SURPRISE	TX5,488,551	4/2/2002	LeapFrog Enterprises, Inc.
THE DAY LEAP ATE OLIVES	TX5-829,124	10/22/2003	LeapFrog Enterprises, Inc.
THE FAMILY HOME	TX6-189,030	4/22/2005	LeapFrog Enterprises, Inc.
THE FIX-IT KID	TX5-124,850	1/7/2005	LeapFrog Enterprises, Inc.
THE GREAT DUNE BUGGY RACE	TX5-906,835	3/12/2004	LeapFrog Enterprises, Inc.
THE HUMAN BODY	TX5-836,931	10/22/2003	LeapFrog Enterprises, Inc.
THE LITERACY CENTER 1/2 TEACHER'S EDITION WITH POSTERS	TX6-124,042	2/24/2005	LeapFrog Enterprises, Inc.
THE LITERACY CENTER FOR USE WITH HARCOURT TROPHIES 2003 BLUE 1	TX6-102,300	12/17/2004	LeapFrog Enterprises, Inc.
THE LITERACY CENTER KINDERGARTEN EDITION TEACHER'S KIT	TX6-111,525	2/24/2005	LeapFrog Enterprises, Inc.
THE LITERACY CENTER LINK TO LESSONS TEACHER'S MANUAL	TX6-392,744	10/17/2005	LeapFrog Enterprises, Inc.
THE LITERACY CENTER LINKS PROGRAM BLUE K	TX6-129,355	2/24/2005	LeapFrog Enterprises, Inc.
THE LITERACY CENTER LINKS PROGRAM CARDS GOLD K	TX6-113,264	2/24/2005	LeapFrog Enterprises, Inc.
THE LITERACY CENTER LINKS PROGRAM FOR USE WITH OPEN COURT GOLD 1	TX6-091,385	12/20/2004	LeapFrog Enterprises, Inc.
THE MESSY MYSTERY	TX6-212,313	8/4/2005	LeapFrog Enterprises, Inc.
THE SECRET GARDEN	TX5-817,386	10/16/2003	LeapFrog Enterprises, Inc.
THE WIND IN THE WILLOWS	TX5-817,383	10/16/2003	LeapFrog Enterprises, Inc.
THE WIZARD OF OZ	TX5-836,933	10/22/2003	LeapFrog Enterprises, Inc.
THE WORLD OF DINOSAURS	TX5-879,875	10/16/2003	LeapFrog Enterprises, Inc.
THINK & GO FARM	VA1 916,058	9/14/1998	LeapFrog Enterprises, Inc.
THINK & GO ZOO	VA1 916,057	9/14/1998	LeapFrog Enterprises, Inc.
THIS IS MY HOUSE	TX6,302,511	4/22/2005	LeapFrog Enterprises, Inc.
TIM	VA1 062,000	8/7/2000	LeapFrog Enterprises, Inc.
TODAY IS SCHOOL DAY	TX6-099,639	1/27/2005	LeapFrog Enterprises, Inc.
TRAVEL TIME	TX6-189,032	4/22/2005	LeapFrog Enterprises, Inc.

Title	Reg. No.	Reg. Date	Owner
TREASURE ISLAND	TX5-903,831	3/3/2004	LeapFrog Enterprises, Inc.
TREMBLETON	VAU591,480	7/24/2003	LeapFrog Enterprises, Inc.
TURBO MONKEY	VA1-293,630	12/6/2004	LeapFrog Enterprises, Inc.
TURBO TRUCK	VAU595,836	8/1/2003	LeapFrog Enterprises, Inc.
TURBO TWIST MATH TEACHER'S MANUAL	TX6-256,627	10/17/2005	LeapFrog Enterprises, Inc.
TURBO TWIST SPELLING TEACHER'S MANUAL	TX6-256,643	10/17/2005	LeapFrog Enterprises, Inc.
VOCABULARY ASSESSMENT VOCABULARY V51	TX5-919-334	3/2/2004	LeapFrog Enterprises, Inc.
YROOM VROOM! LET'S GO	TX6-094,549	12/6/2004	LeapFrog Enterprises, Inc.
WHAT DO YOU DO?	TX6-124,858	1/3/2005	LeapFrog Enterprises, Inc.
WHAT WILL YOU BE?	TX6-094,547	12/6/2004	LeapFrog Enterprises, Inc.
WHEN I PEEL... YOU KNOW WHAT I DO?	TX6-352-788	4/6/2006	LeapFrog Enterprises, Inc.
WILD WORD WAVES COW	VAU591,471	7/23/2003	LeapFrog Enterprises, Inc.
WILD WORD WAVES DOG	VAU591,476	7/24/2003	LeapFrog Enterprises, Inc.
WILD WORD WAVES HORSE	VAU591,474	7/24/2003	LeapFrog Enterprises, Inc.
WILD WORD WAVES PIG	VAU591,478	7/24/2003	LeapFrog Enterprises, Inc.
WILD WORD WAVES RABBIT	VAU596,260	7/28/2003	LeapFrog Enterprises, Inc.
ZIPPY ZOOMER	VAU598,466	8/1/2003	LeapFrog Enterprises, Inc.

Schedule D

IP Security Release

See attached.

INTELLECTUAL PROPERTY SECURITY RELEASE AGREEMENT

This INTELLECTUAL PROPERTY SECURITY RELEASE AGREEMENT (as amended, amended and restated, supplemented or otherwise modified from time to time, this "*IP Security Release*") dated August 13, 2009, is made by BANK OF AMERICA, N.A. as collateral agent (the "*Collateral Agent*") for the Agent and the Lenders in favor of LFC VENTURES, LLC ("*LFC*"). All capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to those terms in the IP Security Agreement (as defined below).

WHEREAS, LeapFrog Enterprises, Inc., a Delaware corporation, has entered into a Credit Agreement dated as of November 8, 2005 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "*Credit Agreement*"), with the Collateral Agent and the Lenders party thereto.

WHEREAS, as a condition precedent to the making of Loans and the issuance of Letters of Credit by the Lenders under the Credit Agreement, each Grantor has executed and delivered that certain Security Agreement dated November 8, 2005 made by the Grantors to the Collateral Agent (as amended, amended and restated, supplemented or otherwise modified from time to time, the "*Security Agreement*").

WHEREAS, under the terms of the Security Agreement, the Grantors have granted to the Collateral Agent, for the ratable benefit of the Agent and the Lenders, a security interest in, among other property, certain intellectual property of the Grantors, and executed that certain Intellectual Property Security Agreement dated August 28, 2008 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "*IP Security Agreement*") for recording with the United States Patent and Trademark Office, the United States Copyright Office and other governmental authorities.

WHEREAS, the IP Security Agreement was recorded with the United States Patent and Trademark Office on reel 003851 frame 0178 and on reel 021511 frame 0441 on September 11, 2008, and with the United States Copyright Office at volume 3576 document no. 517 on February 13, 2009.

WHEREAS, the Collateral Agent has agreed to release its security interest solely in and to LFC's right, title and interest in and to the Collateral and assign, transfer, and grant all of its right, title and interest in such Collateral to LFC.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent and LFC hereby agree as follows:

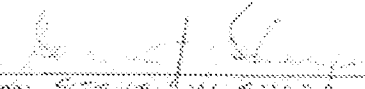
SECTION 1. Release of Security Interest. The Collateral Agent does hereby release and convey to LFC, without recourse, representation or warranty of any kind, all of the Collateral Agent's right, title and interest in and to LFC's right, title and interest in and to the Collateral granted pursuant to the IP Security Agreement.

SECTION 2. Governing Law. This IP Security Release shall be governed by, and construed in accordance with, the laws of the State of California.

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IN WITNESS WHEREOF, the Collateral Agent has caused this IP Security Release to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

BANK OF AMERICA, N.A.

By: 
Name: STEVEN W. SHARP
Title: VICE PRESIDENT