

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM323121

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Amended and Restated Confirmation of Prior Trademark Assignments

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
DHX WORLDWIDE HOLDINGS LIMITED (Company No. 1907241)		07/21/2014	CORPORATION: UNITED KINGDOM
DHX WORLDWIDE LIMITED (Company No. 5786060)		07/21/2014	CORPORATION: UNITED KINGDOM
DHX-RD DEVELOPMENTS LIMITED (Company No. 5786074)		07/21/2014	CORPORATION: UNITED KINGDOM

RECEIVING PARTY DATA

Name:	DHX WORLDWIDE LIMITED (Company No. 5786060)
Street Address:	3 Shortlands
City:	London
State/Country:	UNITED KINGDOM
Postal Code:	W6 8PP
Entity Type:	CORPORATION: UNITED KINGDOM

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Registration Number:	2311980	DIPSY
Serial Number:	86017090	IGGLEPIGGLE
Serial Number:	85946235	IN THE NIGHT GARDEN
Serial Number:	85170248	IN THE NIGHT GARDEN
Registration Number:	2463224	LAA-LAA
Registration Number:	2319478	PO
Registration Number:	2832304	
Registration Number:	2333899	TELETUBBIES
Registration Number:	2356303	TELETUBBIES
Registration Number:	2345147	TINKY WINKY
Serial Number:	85311862	IGGLEPIGGLE
Serial Number:	85142339	IN THE NIGHT GARDEN
Serial Number:	85142334	IN THE NIGHT GARDEN
Serial Number:	85364981	IN THE NIGHT GARDEN
Serial Number:	85364997	IN THE NIGHT GARDEN

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	85364976	IN THE NIGHT GARDEN
Serial Number:	85370979	IN THE NIGHT GARDEN
Serial Number:	85365007	IN THE NIGHT GARDEN
Serial Number:	85364989	IN THE NIGHT GARDEN
Serial Number:	85364979	IN THE NIGHT GARDEN
Serial Number:	85364971	IN THE NIGHT GARDEN
Serial Number:	85311870	MAKKA PAKKA
Serial Number:	85311861	MAKKA PAKKA
Serial Number:	85142283	TELETUBBIES
Serial Number:	85142272	TELETUBBIES
Serial Number:	85433021	THE NOO-NOO
Serial Number:	85311868	TOMBLIBOOS
Serial Number:	85311865	TOMBLIBOOS
Serial Number:	86150099	UPSY DAISY
Serial Number:	86150106	UPSY DAISY

CORRESPONDENCE DATA

Fax Number: 2124255288
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.
Phone: 212-425-7200
Email: tmdocketny@kenyon.com
Correspondent Name: Jonathan D. Reichman, Esq.
Address Line 1: One Broadway
Address Line 4: New York, NEW YORK 10004

ATTORNEY DOCKET NUMBER: 13384/248

DOMESTIC REPRESENTATIVE

Name: Jonathan D. Reichman, Esq.
Address Line 1: One Broadway
Address Line 4: New York, NEW YORK 10004

NAME OF SUBMITTER: Jonathan D. Reichman, Esq.

SIGNATURE: /Jonathan D. Reichman/

DATE SIGNED: 11/13/2014

Total Attachments: 34

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TRADEMARK

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AMENDED AND RESTATED CONFIRMATION OF PRIOR
TRADEMARK ASSIGNMENTS

THIS AMENDED AND RESTATED CONFIRMATION OF PRIOR TRADEMARK ASSIGNMENTS is made this 21 day of July, 2014, by and among DHX Worldwide Holdings Limited, United Kingdom Company No. 1907241, with a principal place of business at 3 Shortlands, London, England W6 8PP ("DWHL-1907241"); DHX Worldwide Limited, United Kingdom Company No. 5786060, with a principal place of business at 3 Shortlands, London, England W6 8PP ("DWL-5786060"); and DHX-RD Developments Limited, United Kingdom Company No. 5786074, with a principal place of business at 3 Shortlands, London, England W6 8PP ("DDL-5786074").

WITNESSETH:

WHEREAS, the parties hereto wish to confirm and/or memorialize certain prior transactions and events which took place and are relevant to certain trademarks, including without limitation the trademarks, trademark registrations and pending trademark applications identified in Exhibit "A" hereto (collectively, the "Trademarks"); and

WHEREAS, in particular, the parties hereto wish to amend and restate the July 21, 2014 Confirmation of Prior Trademark Assignments recorded on July 21, 2014 at Reel 5326, Frames 671-704 of the assignment records of the United States Patent and Trademark Office,

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto set forth the following:

1. DWHL-1907241, DWL-5786060, and/or DDL-5786074 (operating under their original or prior names as identified more fully below) filed one or more of the Trademarks.

2. On or about February 7, 2000, DWHL-1907241 changed its name from its original name "Ragdoll Productions (UK) Limited" to "Ragdoll Limited." This change of name is recorded at Reel 2286, Frames 375-378 of the Trademark Office Assignment Branch records.

3. On or about September 5, 2006, DWHL-1907241 (operating under its prior name "Ragdoll Limited") assigned all of its rights in and to certain of the Trademarks (including all associated goodwill) to DDL-5786074 (operating under its original name "Ragdoll Worldwide Limited").

4. On or about July 31, 2008, DWHL-1907241 (operating under its prior name "Ragdoll Limited") executed a formal assignment document assigning all of its rights in and to certain of the Trademarks to DDL-5786074 (operating under its prior name "Ragdoll Worldwide Limited"). This formal assignment document is recorded at Reel 3828, Frames 533-537 of the Trademark Office Assignment Branch records.

5. On or about March 31, 2010, DDL-5786074 (operating under its original name "Ragdoll Worldwide Limited") assigned all of its rights in and to any of the Trademarks (including all associated goodwill) to DWL-5786060 (operating under its original name "Ragdoll Developments Limited").

6. On or about April 27, 2010, DWL-5786060 changed its name from "Ragdoll Developments Limited" to "Ragdoll Worldwide Limited," pursuant to the Certificate of Incorporation on Change of Name attached hereto (in photocopy form) as Exhibit "B".

7. On or about April 27, 2010, DDL-5786074 changed its name from "Ragdoll Worldwide Limited" to "Ragdoll Developments Limited," pursuant to the Certificate of Incorporation on Change of Name attached hereto (in photocopy form) as Exhibit "C".

8. On or about October 7, 2013, DWHL-1907241 changed its name from "Ragdoll Limited" to "DHX Worldwide Limited," pursuant to the Certificate of Incorporation on Change of Name attached hereto (in photocopy form) as Exhibit "D".

9. On or about October 7, 2013, DWL-5786060 changed its name from "Ragdoll Worldwide Limited" to "DHX-RD Worldwide Limited", pursuant to the Certificate of Incorporation on Change of Name attached hereto (in photocopy form) as Exhibit "E". This change of name is recorded at Reel 5129, Frames 735-738 and Reel 5143, Frames 359-362 of the Trademark Office Assignment Branch records.

10. On or about October 7, 2013, DDL-5786074 changed its name from "Ragdoll Developments Limited" to its current name "DHX-RD Developments Limited," pursuant to the Certificate of Incorporation on Change of Name attached hereto (in photocopy form) as Exhibit "F".

11. On or about June 17, 2014, DWHL-1907241 changed its name from "DHX Worldwide Limited" to its current name "DHX Worldwide Holdings Limited," pursuant to the Certificate of Incorporation on Change of Name attached hereto (in photocopy form) as Exhibit "G".

12. On or about June 17, 2014, DWL-5786060 changed its name from "DHX-RD Worldwide Limited" to its current name "DHX Worldwide Limited," pursuant to the Certificate of Incorporation on Change of Name attached hereto (in photocopy form) as Exhibit "H".

13. The parties hereto hereby ratify and confirm each of the transactions and events referenced in paragraphs 1 through 12 hereof.

14. The parties agree to prepare, execute and deliver such further documents, and to perform such further acts, as are necessary or appropriate to implement, effectuate or carry out

the terms and provisions of this Confirmation of Prior Trademark Assignments, or to further confirm and/or memorialize the transactions and events referenced herein.

This Confirmation of Prior Trademark Assignments is governed by the laws of the United Kingdom, without regard to conflicts or choice of laws principles.

DHX WORLDWIDE HOLDINGS LIMITED

Date: Nov 5, 2014

By: A. S. Mirviss
Name: Adrienne Scott Mirviss
Title: Director of Legal Affairs

DHX WORLDWIDE LIMITED

Date: Nov 5, 2014

By: A. S. Mirviss
Name: Adrienne Scott Mirviss
Title: Director of Legal Affairs

DHX-RD DEVELOPMENTS LIMITED

Date: Nov 5, 2014

By: A. S. Mirviss
Name: Adrienne Scott Mirviss
Title: Director of Legal Affairs

EXHIBIT "A"

DEX-KO Worldwide Ltd.

Country/ Class / Mark	Owner	Appl. No. Appl. Date	Reg. No. Reg. Date	Class	Goods / Services	Status
United States of America 16155 / 421	Ragdoll Worldwide LTD.	75/663158 13 Mar 1999	2462324 26 Jan 2001	28	toys and puzzles; namely, plush toys and plush toys with electronic components.	Registered
United States of America 16155 / 424	Ragdoll Worldwide LTD.	75/662777 18 Mar 1999	2512418 15 Feb 2000	28	toys, games, and puzzles; namely, cloth toys, cloth toys with electronic components, pull-string toys, building blocks, building plastic bath and pool toys, and action figures.	Registered
United States of America 16155 / 425	Ragdoll Worldwide LTD.	75/679447 20 Feb 1998	2612304 13 Apr 2004	28 29	clothing; namely, raincoats, t-shirts and pajamas in class 28. toys and playthings; namely, stuffed toys, plush toys, inflatable rafts, action figures and musical toys in class 29.	Registered
United States of America 16155 / 427	Ragdoll Worldwide LTD.	75/776833 15 Sep 1997	2331809 21 Mar 2000	9 16 23 28	pre-recorded video cassettes, with computer software for educational and children's activity purposes in class 9. paper goods and printed matter; namely, posters; children's activity books; reading books; note pads; gift wrap; stationery; namely, paper bags; paper napkins; paper table coverings; and paper banners in class 16. t-shirts in class 25.	Registered
United States of America 16155 / 430	Ragdoll Worldwide LTD.	75/678873 26 Feb 1998	2356303 06 Jan 2000	9 16 28	pre-recorded video cassettes, audio cassettes, and computer software for educational and children's activity purposes in class 9. paper goods and printed matter; namely, posters; children's activity books; reading books; note pads; gift wrap; stationery; namely, paper bags; paper napkins; paper table coverings; and paper banners in class 16. toys, games and playthings; namely, stuffed toys, plush toys, action figures, paper puzzles, musical toys, balloons in class 28.	Registered
United States of America 16155 / 432	Ragdoll Worldwide LTD.	75/663122 18 Mar 1999	2343147 23 Apr 2000	28	toys, games, and playthings; namely, stuffed toys, plush toys, plush toys with electronic components.	Registered

with without matter please insert

DHX-RD Worldwide Ltd.

Country Client / Mark	Mark	Owner	Appl. No. Appl. Date	Reg. No. Reg. Date	Class	Goods / Services	Status
United States of America	GOOGLE (in the right garden)	DHX-RD WORLDWIDE LIMITED	85/311462 04 May 2011		25	clothing; hats; umbrellas; caps; skirts; trousers; dresses; jackets; coats; trousers; nightgowns; robes; sleep suits; anoraks; wind coats; rain coats; ponchos; shoes; leggings; socks; sport coats; baby coats; rain gear; children's cloth; bedding; towels; towels; baby clothes; rain gear; bedding; coats; cover-ups; swimwear; towels; dresses; slippers; socks; hosiery; footwear; hats; boots; scarves; ear muffs; handbags; umbrellas; accessories; gloves; mittens; belts and buttons and trimmings; cushions and mats; and linings.	Allowed
United States of America	IN THE NIGHT CLAIREN	DHX-RD WORLDWIDE LIMITED	85/33339 30 Sep 2010		41	entertainment services, namely, providing on-line computer games; electronic desktop publishing; teaching writing; and educational content for children; publication of books, magazines, journals, periodicals, reports, manuals and textbooks; production services, namely, music production services; production and development of audio and video programs in the field of children's entertainment; production of motion pictures; television and live action shows; organization of sporting competitions; rental of motion picture films; motion picture and television studio services; rental of actual soundtracks and films featuring pre-recorded performances.	Allowed

18 Sep 2014

MR. WILSON, MARK, SPEARS, CORP.

DHX-RD Worldwide Ltd.

Country Class / Matter	Mark	Owner	Appl. No. Appl. Date	Reg. No. Reg. Date	Class	Goods / Services	Status
United States of America	IN THE NIGHT GARDEN	DHX-RD WORLDWIDE LIMITED	85064991 07 Jul 2011		21	candies and hair brushes; bath accessories; household items; kitchen appliances; containers for household or kitchen use; nest of plastic birds; beverage glasses; drinking water; insulated bottles used singly; glass stoppers for vials; waxed rod of paper and rod being built; paper; necessary buffers; brush bars; brushes for skirts; cordlocks; net of pressure measuring; articles for use in connection with the management and including children ornaments, decorative and figurines of ceramic, china, crystal, glass, porcelain, bone china and porcelain; plates; drinking vessels; mugs; bars; handkerchiefs; bath towels; towel covers; egg cups; fruit baskets; kitchen table linens; kitchen tea cloth; metal serving trays; bread baskets; bread bins; rye; rings and holders; cup; bases; bath brushes; serving trays not of plastic; toilet; glasses.	Allowed
United States of America	IN THE NIGHT GARDEN	DHX-RD WORLDWIDE LIMITED	85064997 07 Jul 2011		30	coffee; tea; instant cereal powder; cereal spreads; cereal- based beverages; cereal beverages with milk; chocolate; chocolate bars; chocolate confections; chocolate-based drinks for coffee and tea; chocolate-based ready-to-serve food items; sugar; artificial coffee; flour; instant cereal granules; ice cream and confectionery; buns; pastries; biscuits; yeast baking- powder; milk; marshmallows; prepared; prepared vanilla bean cream; honey; processed cornstarch; fresh-fruit cereals; cereal based snack bars; cereal based ready to eat food items; pastries; confectionery shells for baking; biscuits; puff pastry; cereal; granola-based snack foods; rice-based snack foods; wheat-based snack foods; tea balls; frozen yogurt.	Allowed
United States of America	IN THE NIGHT GARDEN	DHX-RD WORLDWIDE LIMITED	85064978 07 Jul 2011		29	babas; jams; potato-based snack foods; confectionery; milk; milk; chocolate milk; milk products including ice cream, ice milk and frozen yogurt; milk beverages including milk, fruit based snack foods, condensed milk; cereals; dairy products including ice cream, ice milk and frozen yogurt; dairy-based snack foods including ice cream, ice milk and frozen yogurt; dehydrated fruit powders; fruit and veg based snack food; fruit based snack food; snack food dips including sauces and other seasonings in dips; soy-based snack foods; vegetable-based snack foods.	Allowed

buttons, dolls, furniture, dolls' furniture accessories, teddy
 bears, stuffed toys, soft sculpture plush toys, soft sculpture
 toys, soft sculpture plush toys with decorative components,
 soft sculpture plush toys with decorative components,
 blankets, toy action figures, toy vehicles, scale model
 vehicles, toy building structures and toy vehicle tracks,
 lego puzzle, musical lego, sound games, board and
 play board, page stickers for recreational purposes,
 dolls, toy accessories, toy clothing, accessories, jewelry used in
 production of textile goods, surf boards, board play sets for
 recreational and beach use, jewelry, cell accessories, cell
 phone, cell phones, play sets consisting of clothing and
 accessories for use with toy action figures, dolls and
 toy vehicles, jewelry, repair kits, scale models, soft toy
 toys, water building toys, people/dolls, toys, games for the
 nature of small toys, lego puzzle, multi-colored plastic
 and cube-type puzzles, various puzzles, by number, shape,
 dimensions for children's toys, electronic toys of synthetic
 material, ride-on toys, battery-operated ride-on toys,
 educational, student, teaching books with student worksheets,
 games for games, jewelry, football gloves and golf gloves,
 puppets, uniforms, baseball and softball bats,
 playground balls, sport balls, beach balls, soccer balls,
 basketball, basketball, expansion weights, muscles, padding
 pads, toy motorized scooter, books for building and
 assembly, baseball bats and pool toys, toy tools, toy
 screws, building sets, jewelry, accessories and toys used
 for recreational purposes, arm joints for use in robotics,
 jewelry, baseball, baseball, cycling, books, jewelry,
 board and play board, jewelry, accessories and toys used
 for use in athletics, jewelry, baseball, soccer and
 football, hockey, martial arts, skateboarding, soccer and
 wrestling, and toys made for use in baseball, basketball,
 cycling, football, hockey, martial arts, soccer,
 skateboarding, soccer and wrestling, skateboarding, soccer
 and wrestling, and toys used in sports.

USPTO, WASHINGTON, DC 20543

DHX-AD Worldwide Ltd.

Country: United States of America
 Client/Owner: COPY DAILY
 Agency: DHX-AD WORLDWIDE LIMITED
 Reg. No.: 861331436
 Reg. Date: 20 Dec 2013
 Class: 9 41
 Goods/Services: pre-recorded CDs, audio and video cassettes featuring programs for children; entertainment in the nature of theatre productions featuring children's entertainment; electronics, namely, pre-recorded CD music featured, media, computer game cartridges, computer game cassettes and computer game software including role-playing games, action games and educational games; and interactive multimedia; computer game programs; online interactive games for website; e-books, e-d-comics, e-d's and e-d's; namely, pre-recorded software, e-books, e-d's and e-d's; namely, pre-recorded software and entertainment programming; and interactive games; related goods in class 9.
 Status: Pending

educational and entertainment services; production, distribution and exhibition of audio and multimedia television programs; and exhibition in the nature of live and pre-recorded visual, audio, musical and theatrical performances; entertainment in the nature of on-going television programs; provision of educational entertainment; and games programs on a global computer network and on Internet and wireless devices; related services in this class in class 41.

EXHIBIT "B"



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5785060

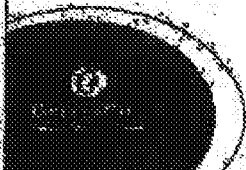
The Registrar of Companies for England and Wales hereby certifies that

RAGDOLL DEVELOPMENTS LIMITED

having changed its name, is now incorporated under the name of

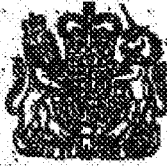
RAGDOLL WORLDWIDE LIMITED

Given at Companies House on 27th April 2010.



For the Registrar, Paul Turner
Registrar of Companies

EXHIBIT "C"



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5786074

The Registrar of Companies for England and Wales hereby certifies that

RAGDOLL WORLDWIDE LIMITED

having changed its name, is now incorporated under the name of

RAGDOLL DEVELOPMENTS LIMITED

Given at Companies House on 27th April 2010.



EXHIBIT "D"



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number 1807241

The Registrar of Companies for England and Wales hereby certifies that under the Companies Act 2006:

RAGDOLL LIMITED

a company incorporated as private limited by shares, having its registered office situated in England and Wales, has changed its name to:

DHX WORLDWIDE LIMITED

Given at Companies House on 7th October 2013.

The above information was communicated by electronic message and authenticated by the Registrar of Companies under section 1117 of the Companies Act 2006.


Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

EXHIBIT "E"



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number 5785060

The Registrar of Companies for England and Wales hereby certifies that under the Companies Act 2006:

RAGDOLL WORLDWIDE LIMITED

a company incorporated as private limited by shares, having its registered office situated in England and Wales, has changed its name to:

DHX-RD WORLDWIDE LIMITED

Given at Companies House on 7th October 2013.

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006.



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

EXHIBIT "F"



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number 5786074

The Registrar of Companies for England and Wales hereby certifies that under the Companies Act 2006:

RAGDOLL DEVELOPMENTS LIMITED

a company incorporated as private limited by shares, having its registered office situated in England and Wales, has changed its name to:

DHX-RD DEVELOPMENTS LIMITED

Given at Companies House on 7th October 2013.

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1113 of the Companies Act 2006



Companies House



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES

EXHIBIT "G"



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number 1907241

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

DHX WORLDWIDE LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England and Wales; has changed its name to:

DHX WORLDWIDE HOLDINGS LIMITED

Given at Companies House on 17th June 2014



Companies House



EXHIBIT "H"



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company Number 5786050

The Registrar of Companies for England and Wales hereby certifies that
under the Companies Act 2006:

DHX-ND WORLDWIDE LIMITED

a company incorporated as private limited by shares; having its registered
office situated in England and Wales; has changed its name to:

DHX WORLDWIDE LIMITED

Given at Companies House on 17th June 2014



Companies House



