SCHEDULE A Oddzon/Cap Toys, Inc. to Oddzon. Inc.

TITLE	APPLICATION NO.	PILING DATE
11100	AFFERMATION NO.	FILING DATE
Tossable Game Ball Device	08/807.644	27-Feb-1997
Method of Forming Tossable		
Device Including Game Ball Unit	08/807,625	27-Feb-1997
Article Packaging	08/807.622	27-Feb-1997
2 0	•	
Walking Toy Animal	08/769,712 -	18-Dec-1996
Confectioner's Holder or Similar		
Article	08/684,313	17 - July-1996
Battery Operated Hand Held		
Dispenser	08/599,076	09-Feb-1996
Bubble Making Apparatus	08/577.428	22-Dec-1995
5 ••	55,507,42	
Character Simulating Handle for Oral Device	08/528.773	15-Sep-1995
Oral Device	00/020,170	13-3ch-1332
Candy Dispensing Device	08/524.786	07-Sep-1995
Candy Sucker and Liquid Candy		
Dispensing Assembly	08/498.140	05-July-1995
Confectioner's Holder or Similar		
Article	29/057,137	17-July-1996
Battery Operated Hand Held		
Battery Operated Hand Held Dispenser	29/050.852	28-Feb-1996
-	20 (040 010	00 N 100F
Walking Toy Animal	29/046.910	20-Nov-1995
Motorized Hand Held Transportable		
Dispenser	29/046,740	31-Oct-1995
Sound Producing Golf Club	08/881.474	24-June-1997
Device for Storing and Coating A Confectionery	09/014.468	28-Jan-1998
	00/ 014/ 100	20 041 1990
Ping Airfoil Loupober	00/010 421	05-June-1998
Ring Airfoil Launcher	09/010.431	09-9 mile- 1998
Walking Toy Animal	US96/11796 ^	15-July-1996

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REEL: 9689 FRAME: 0821

SCHEDULE B Oddzon/Cap Toys. Inc. to Oddzon. Inc.

TITLE	PATENT NO.	ISSUE DATE
Reversible Catching Mitt	5,592,688 ·	14-Jan-1997
Soft Reboundable Amusement Ball and Outer Skin Material	5.413.331	09-May-1995
Game Paddle and Combination	5.294.114	15-Mar-1994
Ring Like Flying Toy	4.944.707	31-July-1990
Generally Spherical Object with Floppy Filaments to Promote Sure Capture	4.756,529 /	12-July-1988
Tossing Ball	Des.361,811	29-Aug-1995
Tossing Ball	Des.346,001	12-April-1994
Throwing Toy	Des.317.489	11-June-1991
Motorized Hand Held Transportable Dispenser for Dispensing Disc- Shaped Objects One at a Time	5,603.429 ···	18-Feb-1997
Toy Dispenser with Feed Means	5.542,570	06-Aug-1996
Toy Figure and Manifold Assembly Therefor	5,518.436 ·	21-May-1996
Candy Sucker and Liquid Candy Dispensing Assembly	5.324.527	28-June-1994
Football with Gyroscopic Ring	5,228,687	20-Julÿ-1993
Bubble Producing Toy	5.224,893	06-July-1993
Toy	5,026,054	25-June-1991
Toy Ball	4,944,363	31-July-1990
Bubble Making Apparatus	Des.376,394	10-Dec-1996
Candy Dispensing Device	Des.375,679 ·	19-Nov-1996

REEL: 9689 FRAME: 0822

State of Delaware

Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ODDZON/CAP TOYS, INC.", CHANGING ITS NAME FROM "ODDZON/CAP TOYS, INC." TO "ODDZON, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF DECEMBER, A.D. 1997, AT 9 O'CLOCK A.M.

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981047859



Edward J. Freel, Secretary of State

AUTHENTICATION:

8930068

DATE:

02-19-98

REEL: 509389 FRAME: 0823
REEL: 9689 FRAME: 0823

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STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:00 AM 12/22/1997 971441946 - 264884

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION OF ODDZON/CAP TOYS, INC.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is

OddzOn/Cap Toys, Inc.

2. The certificate of incorporation of the corporation is hereby amended by striking out Article I thereof and by substituting in lieu of said Article the following new Article:

"Article I Name

The name of the corporation is:

OddzOn, Inc."

3. The amendment of the certificate of incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Signed on December 19, 1997

Hame: Philip H. Waldors

Title: Senior Vice President-Corporate Legal Affairs

and Secretary

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