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To the Honorable Commissioner of F

101454975

attached original documents or copy thereof.

1. Name of conveying party(ies):

Michael J. Goldman
Leonard R. Clark, Jr.
Colin Merlo
Christopher F. Lauria

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

2. Name and address of receiving party(ies)

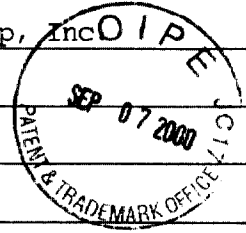
Name: Goldman Toy Group, Inc O I P

Internal Address: _____

Street Address: 72 Berlin Road

City: Cherry Hill State: NJ ZIP: 08034

Additional name(s) & address(es) attached? Yes No



3. Nature of conveyance:

- Assignment 9/7/00 Merger
- Security Agreement Change of Name
- Other _____

Execution Date: 8/10/2000; 8/11/2000

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No(s)

09/608,141

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: Michael de Angeli

Internal Address: _____

09/08/2000 CVORACHA 00000016 09608141

04 FC:581 40.00 OP

Street Address: 1901 Research Blvd.

Suite 330

City: Rockville State: MD ZIP: 20850

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Michael de Angeli
Name of Person Signing

[Signature]
Signature

9/6/00
Date

Total number of pages including cover sheet, attachments, and document: 3

A S S I G N M E N T

WHEREAS, we, Michael J. Goldman residing at 11 Halifax court East, Marlton, NJ 08053, Leonard R. Clark, Jr., residing at 128 Weldy Avenue, Oreland, PA 07075, Colin Merlo, residing at 13 Tanner Street, Haddonfield, NJ 08033, and Christopher F. Lauria, residing at 100 Park Blvd., Apt. 82-D, Cherry Hill, NJ 08034, have invented certain new and useful improvements in an Inflatable Toy, filed with the United States Patent and Trademark Office on June 30, 2000, now application Serial No. 09/608,141.

WHEREAS, Goldman Toy Group, Inc., a corporation of the State of New Jersey, having a place of business at 72 Berlin Road, Cherry Hill, New Jersey 08034, is desirous of acquiring the entire right, title and interest in and to said invention and in and to any Letters Patent that may be granted therefor in the United States and in any and all foreign countries.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to me in hand paid, the receipt whereof is hereby acknowledged, and other valuable considerations, I have sold, assigned and transferred, and by these presents do sell, assign and transfer unto Goldman Toy Group, Inc., the full and exclusive right to said invention in the United States and its territorial possessions and in all foreign countries, and the entire right, title and interest in and to any and all Letters Patent which may be granted thereon in the United States and its territorial possessions and in any and all foreign countries, and in and to any and all divisions, reissues, continuations and extensions thereof.

I hereby authorize and request the Patent and Trademark Office officials in the United States and in any and all foreign countries to issue any and all of said Letters Patent, when granted, to Goldman Toy Group, Inc., as the assignee of the entire interest in and to the same, for the sole use and behalf of Goldman Toy Group, Inc., its successors and assigns.

FURTHER, I agree that I will communicate to Goldman Toy Group, Inc., or its representatives, any facts known to me respecting said invention, and testify in any legal proceedings, sign all lawful papers, execute all divisional, continuation, substitution, renewal and reissue applications, execute all necessary assignment papers to cause any and all of said Letters Patent to be issued to Goldman Toy Group, Inc., make all rightful oaths, and generally do everything possible for Goldman Toy Group, Inc., its successors and assigns, to obtain and enforce proper protection for said invention in the United States and in any and all foreign countries.

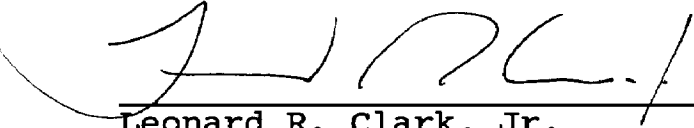
IN TESTIMONY WHEREOF, I have hereunto set my hand.

8.11.00
Date



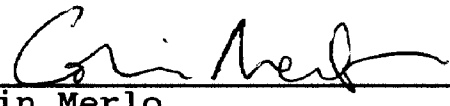
Michael J. Goldman

8.10.2000
Date



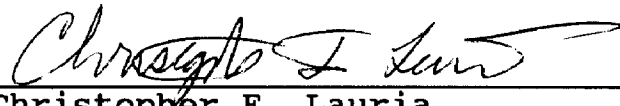
Leonard R. Clark, Jr.

8.11.2000
Date



Colin Merlo

8.11.2000
Date



Christopher F. Lauria