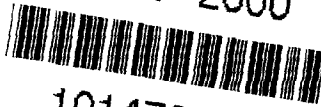


09-27-2000



101472903

U.S. Department of Commerce
Patent and Trademark Office
PATENT

SEP 18 2000

9-18-00

**RECORDATION FORM COVER SHEET
PATENTS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

☒ New
☐ Resubmission (Non-Recordation)
Document ID#
☐ Correction of PTO Error
Reel # Frame #
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Conveyance Type

☐ Assignment ☒ Security Agreement
☐ License ☐ Change of Name
☐ Merger ☐ Other
U.S. Government
(For Use ONLY by U.S. Government Agencies)
☐ Departmental File ☐ Secret File

Conveying Party(ies)

☐ Mark if additional names of conveying parties attached
Execution Date
Month Day Year
03 01 2000

Name (line 1) KOALA CORPORATION

Name (line 2) A CORPORATION OF COLORADO

Second Party

Name (line 1)
Name (line 2)
Execution Date
Month Day Year

Receiving Party

☐ Mark if additional names of receiving parties attached

Name (line 1) U.S. BANK NATIONAL ASSOCIATION

Name (line 2) A NATIONAL BANKING ASSOCIATION

Address (line 1) 918 - 17TH STREET

Address (line 2)

Address (line 3) DENVER CO 80202
City State/Country Zip Code

☐ If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment.)

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

09/26/2000 DNGUYEN 00000309 60121890

FOR OFFICE USE ONLY

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480.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

PATENT
REEL: 011103 FRAME: 0341

Correspondent Name and Address

Area Code and Telephone Number **303-585-4627**

Name **FREDERICK W. DAMOUR, ESQ.**

Address (line 1) **U.S. BANCORP LEGAL DEPT.**

Address (line 2) **SUITE 600 - CNDT 0635**

Address (line 3) **950 - 17TH STREET**

Address (line 4) **DENVER, CO 80202**

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

5

Application Number(s) or Patent Number(s)

☐ Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)

60121890

60141174

9143178

8912103

Patent Number(s)

D318550

D381818

D365449

4834404

5263726

D376920

4971343

5277473

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor.

Month Day Year

Patent Cooperation Treaty (PCT)

Enter PCT application number

only if a U.S. Application Number has not been assigned.

PCT

PCT

PCT

PCT

PCT

PCT

Number of Properties

Enter the total number of properties involved.

12

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$ **480.00**

Method of Payment:

Deposit Account

Enclosed ☒

Deposit Account ☐

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes ☐

No ☐

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. Charges to deposit account are authorized, as indicated herein.

FREDERICK W. DAMOUR, ESQ.

Name of Person Signing

Frederick W. Damour

Signature

9/6/00

Date

**ASSIGNMENT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS AND PATENTS**

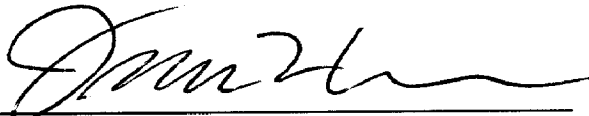
FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, KOALA CORPORATION, a Colorado corporation (the "Assignor") with principal offices at 11600 E. 53rd Avenue, Unit D, Denver, Colorado 80239, hereby assigns and grants U.S. BANK NATIONAL ASSOCIATION, with offices at 918 17th Street, Denver, Colorado 80202 (the "Assignee"), a security interest in (i) all of the Assignor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all of the Assignor's rights, title and interest in and to the United States patents and pending patent applications (the "Patents") set forth on Schedule B attached hereto, in each case together with (iii) all proceeds and products of the Marks and Patents, (iv) the goodwill of the businesses with which the Marks are associated and (v) all causes of action arising prior to or after the date hereof for infringement of any of the Marks and Patents or unfair competition regarding the same.

THIS ASSIGNMENT OF SECURITY INTEREST is made to further secure the satisfactory performance and payment of all the Secured Obligations of the Assignor, as such term is defined in the Borrower's Security Agreement between the Assignor and the Assignee, dated as of December 18, 1998 (as amended as of March 1, 2000 and from time to time, the "Security Agreement"). Upon the satisfaction of all such Secured Obligations, the Assignee shall execute, acknowledge, and deliver to the Assignor an instrument in writing releasing the security interest in the Marks and Patents acquired under this Assignment of Security Interest.

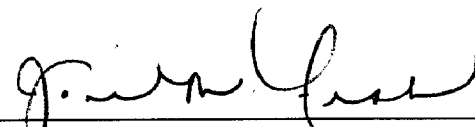
This Assignment of Security Interest has been granted in conjunction with the security interest granted to the Assignee under the Security Agreement. The right and remedies of the Assignee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Assignment of Security Interest are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Assignment of Security Interest as of the 1st Day of March, 2000.

KOALA CORPORATION

By: 
Jeffrey L. Vigil
Vice President

U.S. BANK NATIONAL ASSOCIATION


By: 
Joni M. Fish
Vice President

STATE OF COLORADO

}
} ss.:
}

CITY AND COUNTY OF DENVER

On this 1st day of March, 2000, before me personally came Jeffrey L. Vigil who, being by me duly sworn, did state as follows: that he is a Vice President of KOALA CORPORATION, that he is authorized to execute the foregoing Assignment of Security Interest on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.


Notary Public



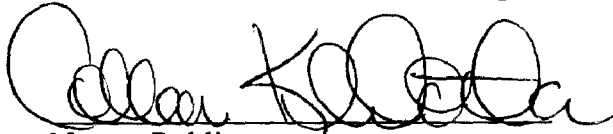
My Commission Expires 03/8/2003

STATE OF COLORADO

}
} ss.:
}

CITY AND COUNTY OF DENVER

On this 1st day of March, 2000, before me personally came Joni M. Fish who, being by me duly sworn, did state as follows: that she is a Vice President of U.S. BANK NATIONAL ASSOCIATION, that she is authorized to execute the foregoing Assignment of Security Interest on behalf of said corporation and that she did so by authority of the Board of Directors of said corporation.


Notary Public



My Commission Expires 03/8/2003

SCHEDULE A - TRADEMARKS
(to be provided by Borrower)

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
Delta Play (pending) App. No. 75/449,054	2,251,353	Filed 3/11/98
Family Track (pending)		Filed 4/3/98
Koala Bearcare	1,867,024	12/13/94
Koala Bearcare & Design	1,522,648	1/31/89
Koala Bearcare & Design (seat design)	1,845,630	7/19/94
Koala Bearcare & Design (baby design)	1,846,761	7/26/94
Koala Bearcare & Design (cradle design)	1,845,631	7/19/94
Activities Unlimited & Design	2,097,223	9/16/97
Booster buddy & design	1,807,572	11/30/93
Activities Unlimited	2,097,230	9/16/97
	<u>Reg. No.</u>	<u>Reg. Date</u>
Turning Play Into Profit	2,260,371	7/13/99
Happy Faces in Public Places	2,264,106	7/27/99
	<u>App. No.</u>	<u>App. Date</u>
Park Structures	75/734,451	6/23/99
Dura Max	75/734,450	6/23/99
Little Bear	75/798,736	9/13/99
Koala Play Systems	75/798,737	9/13/99
Koala Bear Care + Design	75/857,495	11/24/99
Koala	75/857,496	11/24/99
Koala Kare	75/867,701	12/9/99
Super Max	75/734,452	6/23/99

SCHEDULE B - PATENTS
(to be provided by Borrower)

<u>PATENT</u>	<u>PATENT NO.</u>	<u>ISSUE DATE</u>
Fold down wall mounted diaper changing table	D 326384	5/26/92
Booster seat apparatus	5332286	7/26/94
Foldable infant seat cradle support stand	5470039	11/28/95
Countertop mounted changing station (pending)	08/883550 5987677	Filed 6/26/97 11/23/99
Stackable children's highchair (pending)	08/844549 5927805	Filed 4/18/97 7/27/99
Wall mounted infant changing station with improved hinge (pending)	08/910983 5906015	Filed 8/7/97 5/25/99

<u>Patent</u>	<u>Patent No.</u>	<u>Issue Date</u>
Shopping Cart	D 318,550	7/23/91
Chair for a Child	D 365,449	12/26/95
Booster Seat	D 376,920	12/31/96
Baby Seat	D 381818	8/5/97
Shopping Cart having an Infant Carrier	4,834,404	5/30/89
Shopping Cart having an Infant Carrier	4,971,343	11/20/90
Child Restraint Strap for a Shopping Cart Seat	5,263,726	11/23/93
Infant Seat for Use in Shopping Carts	5,277,473	1/11/94

PatentApp. NoFiling DateDiaper Changing Station
with Prerecorded Voice Instructions

66/121,890

2/26/99

Soft Surfaced Play Structures
and an Apparatus and Method
for Forming Such Soft Surfaced
Play Structures

09/143,178

8/28/98

Vehicle Diaper Changing
Station with no Backing Plate

60/141,174

6/25/99

Infant Seat and Cart

08/912,103

8/18/97