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FORM PTO-1595
(Rev. 6-93)
OMD No. 0651-0011 (exp. 4/94)



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101998100

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
David Small; Paul S. Rago

213.02

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

2. Name and address of receiving party(ies):
Name: **Shoot the Moon Products II, LLC**

Internal Address: _____
Street Address: **3825 Hopyard Road, Suite 106**

3. Nature of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

City: **Pleasanton** State: **CA** Zip: **94588**

Execution Date: 01/25/02

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

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)
09/679,722

B. Patent No.(s)

Additional numbers attached?

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

Name: Blakely, Sokoloff, Taylor & Zafman LLP

Internal Address: _____

Street Address: 12400 Wilshire Boulevard
7th Floor

City: Los Angeles State: CA ZIP: 90025

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:

02-2666

(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 is true and correct and any attached copy is a true copy of the original document.

William E. Alford

Name of Person Signing

Signature

January 29, 2002

Date

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

Mail documents to be recorded with required cover sheet information to:

Assistant Commissioner of Patents, Box Assignments
Washington, D.C. 20231

02/28/2002 LNUELLER 00000170 09679722

01 FC:581

40.00 OP

Docket No. 78781P025

PATENT
REEL: 12612 FRAME: 0865

ASSIGNMENT

In consideration of good and valuable consideration, the receipt of which is hereby acknowledged, we, the undersigned:

David Small; Paul S. Rago

hereby sell, assign, and transfer to:

Shoot the Moon Products II, LLC

a Limited Liability Company of California, having a principal place of business at 3825 Hopyard Road, Suite 106, Pleasanton, California 94588 ("Assignee"), and its successors, assigns, and legal representatives, the entire right, title, and interest for the United States and all foreign countries, in and to any and all inventions and improvements that are disclosed in the application for the United States patent filed on October 4, 2000, and assigned Application No. 09/679,722 and is entitled:

WATER GUN WITH SOUND EFFECTS MODULE

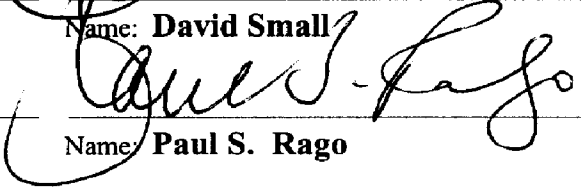
and in and to said application and all design, utility, divisional, continuing, continuation-in-part, substitute, renewal, reissue, and all other patent applications that have been or shall be filed in the United States and all foreign countries on any of said inventions and improvements; and in and to all original and reissued patents that have been or shall be issued in the United States and all foreign countries on said inventions and improvements; and in and to all rights of priority resulting from the filing of said United States application;

agree that said Assignee may apply for and receive a patent or patents for said inventions and improvements in its own name; and that, when requested, without charge to, but at the expense of, said Assignee, its successors, assigns, and legal representatives, to carry out in good faith the intent and purpose of this Assignment, the undersigned will execute all divisional, continuing, continuation-in-part, substitute, renewal, reissue, and all other patent applications on any and all said inventions and improvements; execute all rightful oaths, assignments, powers of attorney, and other papers; communicate to said Assignee, its successors, assigns, and representatives all facts known to the undersigned relating to said inventions and improvements and the history thereof; and generally assist said Assignee, its successors, assigns, or representatives in securing and maintaining proper patent protection for said inventions and improvements and for vesting title to said inventions and improvements, and all applications for patents and all patents on said improvements, in said Assignee, its successors, assigns, and legal representatives; and

covenant with said Assignee, its successors, assigns, and legal representatives that no assignment, grant, mortgage, license, or other agreement affecting the rights and property herein conveyed has been made to others by the undersigned, and that full right to convey the same as herein expressed is possessed by the undersigned.

Each Inventor: Please Sign and Date Below:

1/25/02 
Date Name: **David Small**

1/25/02 
Date Name: **Paul S. Rago**

Date Name:

Date Name:

Date Name:

Date Name:

Date Name:

Date Name:

Date Name:

Date Name:

Date Name:

Assignment Document Return Address:
BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN LLP
12400 Wilshire Blvd., Seventh Floor
Los Angeles, CA 90025-1026
Telephone: (714) 557-3800