

**KOLISCH
HARTWELL
DICKINSON
McCORMACK
& HEUSER**



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February 25, 2002

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**RECORDATION FORM COVER SHEET
PATENTS ONLY**

Sir:

Enclosed for recordation in the records of the U.S. Patent and Trademark Office is an original document with particulars as follows.

(1) Name of conveying parties: Cynthia Woll, Lisa Strom (formerly Lisa Finnochiaro), and Alan Cusolito.

(2) Name and address of receiving party: Mattel, Inc., 333 Continental Blvd., El Segundo, California 90245.

(3) The nature of the conveyance is an assignment which was executed February 12, 2002, February 14, 2002, and February 15, 2002.

(4) This document is being filed in connection with U.S. Patent Application Serial No. 09/616,464, filed July 14, 2000.

(5) Any and all correspondence concerning this document should be addressed and mailed to the following.

Charles H. DeVoe
Kolisch, Hartwell, Dickinson, McCormack & Heuser
520 S.W. Yamhill Street, Suite 200
Portland, Oregon 97204

(6) The total number of patent applications involved in this

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conveyance is one.

(7) Our check in the amount of \$40.00 to cover the recordation fee is enclosed, in accordance with 37 C.F.R. § 3.41.

(8) Please charge our Deposit Account No. 11-1540 for any additional fees which may be required. A duplicate of this sheet is enclosed.

(9) 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.

Respectfully submitted,

KOLISCH, HARTWELL, DICKINSON,
McCORMACK & HEUSER



Charles H. DeVoe
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CHD:gp
Enclosures

of Attorneys for Applicants

TOTAL NUMBER OF PAGES,
INCLUDING COVER SHEET,
ATTACHMENTS, AND DOCUMENT: 6



ASSIGNMENT AND RATIFICATION

WHEREAS, we, Cynthia Woll of San Mateo, California, Lisa Strom (formerly Lisa Finnochiaro) of Redondo Beach, California, and Alan Cusolito of Aliso Viejo, California, respectively, have invented certain improvements, as shown in certain patent applications, namely, U.S. application Serial No. 60/143,922, filed on July 14, 1999; U.S. application Serial No. 09/616,464, filed on July 14, 2000; and PCT application No. PCT/US00/19263, filed on July 14, 2000 and published as WO 01/03788 A1.

WHEREAS, Mattel, Inc., a Delaware corporation, having its principal place of business in El Segundo, County of Los Angeles, and State of California, is desirous of acquiring an interest therein:

NOW, THEREFORE, for other good and valuable consideration, we the said Cynthia Woll, Lisa Strom (formerly Lisa Finnochiaro), and Alan Cusolito, hereby confirm that Mattel, Inc. owns the full and exclusive right to the 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 therefor in the United States and its territorial possessions in any and all foreign countries and in and to any and all divisions, reissues, continuations and extensions thereof, and that all such rights and priority to such rights were vested in Mattel, Inc. as of the filing dates of the listed patent applications.

To the extent we may have any remaining rights in the invention, we hereby have sold, assigned, and transferred, and by these presents do sell, assign, and transfer unto the said Mattel, Inc., the full and exclusive right to the 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 therefor in the United States and its territorial possessions in any and all foreign countries and in and to any and all divisions, reissues, continuations and extensions thereof.

We hereby authorize and request the Patent Office officials in the United States and any and all foreign countries to issue any and all of said Letters Patent, when granted, to the said Mattel, Inc., as the assignee of our entire right, title and interest in and to the same, for the sole use of the said Mattel, Inc., its successors and assigns.

Further, we agree that we will communicate to the said Mattel, Inc., or its representatives any facts known to us respecting said invention, and testify in any legal proceeding, 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 the said Mattel, Inc., make all rightful oaths and generally do everything possible to aid the said Mattel, 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 this 12th day of Feb., 2002.

Cynthia Woll
Cynthia Woll

Witness:

Arlene Stiebel
(Name)

354 W 41st Ave
(Address)

San Mateo, CA 94403
(City, State)

IN TESTIMONY WHEREOF, I have hereunto set my hand this _____ day of _____, 2002.

Witness:

Lisa Strom (formerly Lisa Finnochiaro)

(Name)

(Address)

(City, State)

IN TESTIMONY WHEREOF, I have hereunto set my hand this _____ day of _____, 2002.

Witness:

Alan Cusolito

(Name)

(Address)

(City, State)

ASSIGNMENT AND RATIFICATION

WHEREAS, we, Cynthia Woll of San Mateo, California, Lisa Strom (formerly Lisa Finnochiaro) of Redondo Beach, California, and Alan Cusolito of Aliso Viejo, California, respectively, have invented certain improvements, as shown in certain patent applications, namely, U.S. application Serial No. 60/143,922, filed on July 14, 1999; U.S. application Serial No. 09/616,464, filed on July 14, 2000; and PCT application No. PCT/US00/19263, filed on July 14, 2000 and published as WO 01/03788 A1.

WHEREAS, Mattel, Inc., a Delaware corporation, having its principal place of business in El Segundo, County of Los Angeles, and State of California, is desirous of acquiring an interest therein:

NOW, THEREFORE, for other good and valuable consideration, we the said Cynthia Woll, Lisa Strom (formerly Lisa Finnochiaro), and Alan Cusolito, hereby confirm that Mattel, Inc. owns the full and exclusive right to the 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 therefor in the United States and its territorial possessions in any and all foreign countries and in and to any and all divisions, reissues, continuations and extensions thereof, and that all such rights and priority to such rights were vested in Mattel, Inc. as of the filing dates of the listed patent applications.

To the extent we may have any remaining rights in the invention, we hereby have sold, assigned, and transferred, and by these presents do sell, assign, and transfer unto the said Mattel, Inc., the full and exclusive right to the 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 therefor in the United States and its territorial possessions in any and all foreign countries and in and to any and all divisions, reissues, continuations and extensions thereof.

We hereby authorize and request the Patent Office officials in the United States and any and all foreign countries to issue any and all of said Letters Patent, when granted, to the said Mattel, Inc., as the assignee of our entire right, title and interest in and to the same, for the sole use of the said Mattel, Inc., its successors and assigns.

Further, we agree that we will communicate to the said Mattel, Inc., or its representatives any facts known to us respecting said invention, and testify in any legal proceeding, 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 the said Mattel, Inc., make all rightful oaths and generally do everything possible to aid the said Mattel, 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 this _____ day of _____, 2002.

Witness:

Cynthia Woll

(Name)

(Address)

(City, State)

IN TESTIMONY WHEREOF, I have hereunto set my hand this 15 day of FEB, 2002.

Witness:

Lisa Strom
Lisa Strom (formerly Lisa Finnochiaro)

Joan Rose
(Name)

333 Continental Ave.
(Address)

El Segundo, CA
(City, State)

IN TESTIMONY WHEREOF, I have hereunto set my hand this 14 day of FEBRUARY, 2002.

Witness:

Alan Cusolito
Alan Cusolito

Joan Rose
(Name)

333 Continental Ave.
(Address)

El Segundo, Ca.
(City, State)