Form PTO-1595 December 14, 2004

12.16.04

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Please record the attached original documents or copy thereof.	
Name of conveying party(ies): Victor M. Pracas Additional name(s) of conveying party(ies) attached? [] yes [X] no	Name and address of receiving party(ies): Name: Zapf Creation AG. Street Address:Mönchrödener Straße 13, D-96472
3. Nature of Conveyance [X] Assignment [] Merger [] Change of Name [] Other Execution Date: October 29, 2004	Rödental, Germany Additional names and addresses attached? [] yes [X] no
4. Application number(s) or patent number(s):	DPR DC 16 B. Patent No.(s): N/A P. 99
A. Patent No.(s)	B. Patent No.(s):
5,083,962	
Additional numbers attached? [] Yes [X] No	
Name and address of party to whom correspondence concerning document should be mailed: Name: Joseph Sofer	6. Total number of applications and patents involved: [1]
Internal Address: SOFER & HAROUN, LLP	[-]
Street Address: 317 Madison Avenue, Suite 910 City: New York State: NY ZIP: 10017	7. Total fee (37 C.F.R. 3.41) \$ 40.00 [X] Enclosed [] Authorized to be charged to deposit account
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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. Joseph Sofer, Esq. Name of Person Signing Total number of pages including cover sheet, attachments and document [2]	
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ASSIGNMENT AND AGREEMENT

For value received, I, Victor M. Pracas of 32 Challenger Ave., Parmelia, Western Australia, 6167, Australia, hereby sell, assign and transfer to Zapf Creation AG. herein referred to as AZapf Creation@), a corporation of the country of Germany, having a place of business at Mönchrödener Straße 13, D-96472 Rödental, Germany and its successors, assigns and legal representatives, the entire right, title and interest, for the United States of America, in and to certain inventions related to

DOLL CAPABLE OF BODILY FUNCTIONS U.S. Patent Number 5,083,962

described in Letters Patent of the United States, filed herewith, all the rights and privileges in said Letters Patent granted in the United States for said inventions; and I also concurrently hereby sell, assign and transfer to Zapf Creation the entire right, title and interest in and to said inventions for all countries foreign to the United States, including all rights of priority arising from the Letters Patent aforesaid, and all the rights and privileges under any and all forms of protection, including Letters Patent, that may be granted in said countries foreign to the United States for said inventions.

I authorize Zapf Creation to make Letters Patent for such protection in its own name and maintain such protection in any and all countries foreign to the United States, and to invoke and claim for any application for patent or other form of protection for said inventions, without further authorization from me, any and all benefits, including the right of priority provided by any and all treaties, conventions, or agreements.

I hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any document which may be required in any country in proof of the right of Zapf Creation to apply for patent or other form of protection for said inventions and to claim the aforesaid benefit of the right of priority.

I request that any and all patents for said inventions be issued to Zapf Creation in the United States and in all countries foreign to the United States, or to such nominees as Zapf Creation they may designate.

I agree that, when requested, we shall, without charge to, but at its expense, sign all papers, and do all acts which may be necessary, desirable or convenient in connection with said applications, patents, or other forms of protection.

PATENT REEL: 016079 FRAME: 0637 Victor M. Pracas

Date: 29.000

Australia)

Ss.:

On this 29 day of 4, before me personally came Victor M. Pracas, to me known to be the individual described in and who executed the foregoing instrument, and acknowledged execution of the same.

Notary Public

RECORDED: 12/16/2004

PATENT REEL: 016079 FRAME: 0638