

2-14-05

02-18-2005



Form PTO-1595 (Rev. 09/04)  
OMB No. 0651-0027 (exp. 6/30/2005)

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To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

BARRI, Darin  
MARTIN, Raymond J.

Execution Date(s) February 2, 2005, August 26, 2004

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

2. Name and address of receiving party(ies)

Name: Mattel, Inc.

Internal Address: \_\_\_\_\_

Street Address: 333 Continental Boulevard

City: El Segundo

State: California

Country: U.S.A. Zip: 90245

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

3. Nature of conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Government Interest Assignment
- Executive Order 9424, Confirmatory License
- Other \_\_\_\_\_

4. Application or patent number(s):

This document is being filed together with a new application.

A. Patent Application No.(s)  
10/660,344

B. Patent No.(s)

Additional numbers attached?  Yes  No

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

Name: Charles H. DeVoe

Internal Address: Kolisch Hartwell, P.C.

Street Address: 520 S.W. Yamhill Street, Suite 200

City: Portland

State: Oregon Zip: 97204

Phone Number: (503) 224-6655

Fax Number: (503) 295-6679

Email Address: chuck@khpattent.com

6. Total number of applications and patents involved:

1

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed
- None required (government interest not affecting title)

8. Payment Information

a. Credit Card Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number \_\_\_\_\_

Authorized User Name \_\_\_\_\_

9. Signature:

Charles H. DeVoe  
Signature

February 9, 2005

Date

02/16/2005 DBY:ME 00000086 10660344

Charles H. DeVoe

Total number of pages including cover sheet, attachments, and documents:

4

01 FC:8021

40.00 Name of Person Signing

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, V.A. 22313-1450

KH File: XXX XXX

## ASSIGNMENT

WHEREAS, we, Darin Barri of El Segundo, California, and Raymond J. Martin of Torrance, California, have invented certain improvements in a BREATH-SENSITIVE TOY, for which we filed a U.S. Provisional Patent Application Serial No. 60/410,068 on September 11, 2002, U.S. Patent Application Serial No. 10/660,344 on September 10, 2003 and PCT Patent Application Serial No. PCT/US03/28600 on September 10, 2003; and

WHEREAS, Mattel, Inc., a Delaware corporation, having its principal place of business in El Segundo, California, is desirous of acquiring an interest therein;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which hereby are acknowledged, we, Darrin Barri and Raymond J. Martin, have sold, assigned, and transferred, and do hereby sell, assign, and transfer, to Mattel, Inc., its successors and assigns, the full and exclusive right to the 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 that may be granted therefor in the United States and its territorial possessions and in any and all foreign countries, and in and to any and all divisions, continuations, reissues, substitutions, 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 Mattel, Inc., as the assignee of our entire right, title, and interest in and to the same, for the sole use of Mattel, Inc., and its successors and assigns.

Further, we hereby covenant and agree to and with Mattel, Inc., and its successors and assigns, at the time of execution and delivery of these presents, that we are the sole

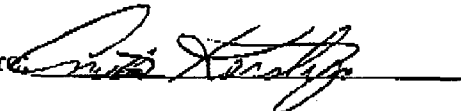
and lawful owner of the entire right, title, and interest in and to the invention and the above-identified patent application, and that the same are unencumbered, and that we have good and full right and lawful authority to sell and convey the same in the manner herein set forth.

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

IN TESTIMONY WHEREOF, I have hereunto set my hand this 2 day of Feb, 2004<sup>5</sup>.

  
DARIN BARRI

Witness:

Signature: 

Name: Anita Kersting

Address: 333 Continental Blvd.

City & State: El Segundo, CA 90245

IN TESTIMONY WHEREOF, I have hereunto set my hand this 26<sup>th</sup>  
day of August, 2004.

Raymond J. Martin  
RAYMOND J. MARTIN

Witness:

Signature: Erin Meier

Name: Erin Meier

Address: 13331 Moorpark #307

City & State: Sherman Oaks, CA 91423