

**PATENT ASSIGNMENT**

Electronic Version v1.1  
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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT								
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT								
<b>CONVEYING PARTY DATA</b>									
<table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:70%;">Name</th> <th>Execution Date</th> </tr> </thead> <tbody> <tr> <td>Jeffrey Charles Cole</td> <td>09/16/1996</td> </tr> <tr> <td>Kenneth H. Fleck</td> <td>09/16/1996</td> </tr> </tbody> </table>		Name	Execution Date	Jeffrey Charles Cole	09/16/1996	Kenneth H. Fleck	09/16/1996		
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Kenneth H. Fleck	09/16/1996								
<b>RECEIVING PARTY DATA</b>									
<b>Name:</b>	Accord Publishing LTD								
<b>Street Address:</b>	1732 Wazee Street, Suite 202								
<b>City:</b>	Denver								
<b>State/Country:</b>	COLORADO								
<b>Postal Code:</b>	80202								
<b>PROPERTY NUMBERS Total: 3</b>									
<table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:30%;">Property Type</th> <th>Number</th> </tr> </thead> <tbody> <tr> <td>Patent Number:</td> <td>5941570</td> </tr> <tr> <td>Patent Number:</td> <td>6319088</td> </tr> <tr> <td>Patent Number:</td> <td>6149201</td> </tr> </tbody> </table>		Property Type	Number	Patent Number:	5941570	Patent Number:	6319088	Patent Number:	6149201
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Patent Number:	5941570								
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Patent Number:	6149201								
<b>CORRESPONDENCE DATA</b>									
<b>Fax Number:</b>	(303)678-9953								
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>									
<b>Phone:</b>	303-651-2177								
<b>Email:</b>	alaw@patentcolorado.com								
<b>Correspondent Name:</b>	Aileen Law								
<b>Address Line 1:</b>	416 Coffman Street								
<b>Address Line 4:</b>	Longmont, COLORADO 80501								
<b>NAME OF SUBMITTER:</b>	Aileen Law								
<b>Total Attachments: 2</b> source=Assignment#page1.tif source=Assignment#page2.tif									

**OP \$120.00 5941570**

**JOINT ASSIGNMENT NOT REQUIRING NOTARIZATION  
EXECUTED CONCURRENTLY WITH  
PATENT APPLICATION**

**JOINT ASSIGNMENT**

FOR VALUE RECEIVED, WE,

JEFFREY CHARLES COLE

KENNETH H. FLECK

hereby sell, assign and transfer unto

ACCORD PUBLISHING LTD.  
1407 LARIMER SQUARE, SUITE 206  
DENVER, COLORADO 80202

as assignee, and its successors, assigns and legal representatives, the entire right, title and interest, for all countries in and to certain inventions relating to an Eyeball Animation Toy described in an application for Letters Patent of the United States, executed by us on the 16 day of September, 1996, and all the rights and privileges under any and all Letters Patent that may be granted therefore.

We request that any and all patents for said inventions be issued to said assignee, its successors, assigns and legal representatives, or to such nominees as it may designate.

We agree that, when requested, we will, without charge to said assignee but at its expense, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for securing and maintaining patents for said inventions in any and all countries and for vesting title thereto in said assignee, its successors, assigns and legal representatives or nominees.

We authorize and empower the said assignee, its successors, assigns and legal representatives or nominees, to invoke and claim for any application for patent or other form of protection for said inventions filed by it or them, the benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it, and to

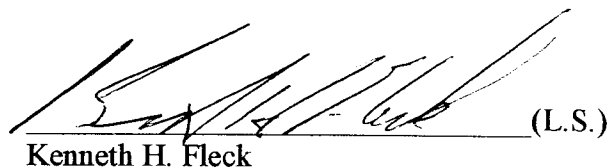
invoke and claim such right of priority without further written or oral authorization from us.

We hereby consent that a copy of this assignment shall be deemed a full legal and formal equivalent of any assignment, consent to file or like document which may be required in any country for any purpose and more particularly in proof of the right of the said assignee or nominee to claim the aforesaid benefit of the right of priority provided by the International Convention for the Protection of Industrial Property, as amended, or by any convention which may henceforth be substituted for it.

We covenant with said assignee, its successors, assigns and legal representatives, that the rights and property herein conveyed are free and clear of any encumbrance, and that we have full right to convey the same as herein expressed.

Signed at Denver, Colorado, this 16 day of September, 1996.

 (L.S.)  
Jeffrey Charles Cole

 (L.S.)  
Kenneth H. Fleck