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Name: Spin Master Toys Far East Limited

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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)
SN.: 29/187,278

B. Patent No.(s)

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

Name: Edward M. WeiszInternal Address: Cohen, Pontani, Lieberman & PavaneStreet Address: 551 Fifth Avenue, 12th FloorCity: New York State: New York Zip: 10176

6. Total number of applications and patents involved:

7. Total fee (37 CFR 3.41):.....\$40.00

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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.

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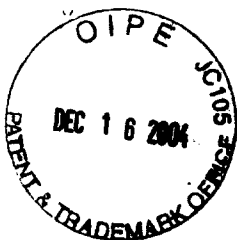
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To the Honorable Commissioner of

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Reg. No. 37,257

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PATENT
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PATENT ASSIGNMENT
(United States of America)

WHEREAS, **WORLDS APART LIMITED** a corporation incorporated under the laws of England and Wales with a principal place of business at Union Court 20 Union Road, London, England, SW4 6JP (the "Assignor") is the registered patentee or applicant (as applicable) in respect of the United States Letters Patents and/or Patent Applications listed in Schedule A (hereinafter the "Patents"); and

WHEREAS, **SPIN MASTER TOYS FAR EAST LIMITED**, a corporation incorporated under the laws of Hong Kong with a principal place of business at Unit 1020, 10th Floor, Chinachem Golden Plaza, 77 Mody Road, Tsimshatsui East, Kowloon, Hong Kong ("Assignee"), desires to acquire by formal, recordable assignment the Assignor's entire right, title and interest in and to the inventions that are the subject of the Patents (the "Inventions") in the United States and throughout Canada, Mexico, Puerto Rico, the US Virgin Island and the Turks & Caicos (hereinafter the "Other Jurisdictions") the Patents, and any additional Letters Patent that might be granted for the Inventions pursuant to the applications comprised in the Patents in the United States and Other Jurisdictions;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, its entire right, title and interest in and to the Inventions in the United States and Other Jurisdictions, the Patents, and any additional Letters Patent that might be granted for the Inventions pursuant to the applications comprised in the Patents in the United States and throughout the Other Jurisdictions, including the Assignor's right in the United States and Other Jurisdictions to file applications directly in the name of Assignee as successor to the Assignor in the United States and Other Jurisdictions and to claim for any such applications any priority rights to which such applications are entitled under international conventions, treaties or otherwise.

Further, Assignor agrees that upon request and at the expense of the Assignee, Assignor will execute papers that might be necessary for obtaining, sustaining, reissuing Letters Patent in the United States and throughout the Other Jurisdictions, and for recording the title of Assignee,

Assignor authorizes and requests the Commissioner of Patents and Trademarks of the United States and its equivalent within the Other Jurisdictions to issue any Letters Patent granted for the Inventions or on any subsequently filed division, continuation, continuation-in-part or reissue application, to Assignee, its successors and assigns, as the assignee of the Assignor's entire interest in the Invention in the United States and the Other Jurisdiction.

Dated as of September , 2004

WORLDS APART LIMITED

Per:

Name: S. BROKENOUGH
Title: DIRECTOR
(I have the authority to bind the corporation)

<i>Description of Invention</i>	<i>Patent No. or Patent Application No.</i>