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Docket No.: MBI-1207US

FORM PTO-1595 (Modified)
(Rev. 03-01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
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To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Steven B. Dunn and Mark Hatherill

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: **MUNCHKIN, INC.**

Internal Address: _____

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **10/24/05**

Street Address: **16689 Schoenborn Street**

City: **North Hills** State: **CA** ZIP: **91343**

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

4. Application number(s) or patent numbers(s):

If this document is being filed together with a new application, the execution date of the application _____

A. Patent Application No.(s)
11/141,940

11/14/2005 **DBYRNE** **00000175** **11141940**
01 FC:8021 **40.00 OP**

B. Patent No.(s)

FINANCE SECTION
NOV 11 11 48 AM '05

Additional numbers attached? Yes No

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

Name: **KNOBLE YOSHIDA & DUNLEAVY, LLC**

Internal Address: _____

Street Address: **Eight Penn Center, Suite 1350**
1628 John F. Kennedy Blvd.

City: **Philadelphia** State: **PA** ZIP: **19103**

6. Total number of applications and patents involved: **1**

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

Enclosed - Any excess or insufficiency should be credited or debited to deposit account
 Authorized to be charged to deposit account

8. Deposit account number:
50-0462

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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.

John L. Knoble

Name of Person Signing

Signature **[Signature]** Date **November 11, 2005**

Total number of pages including cover sheet, attachments, and document: **3**

Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment Recordation Services
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PATENT
REEL: 017195 FRAME: 0219

ASSIGNMENT

WHEREAS, we, **Steven B. DUNN and Mark HATHERMILL**, hereinafter referred to as the assignors, residing at 2069 Coldwater Canyon, Beverly Hills, CA 90210 and 2811 Pine Avenue, Manhattan Beach, CA 90266 are the inventors of certain inventions or improvements for which we have made application for Letters Patent to the United States, identified as **Attorney Docket No. MBI-1207US** entitle **MODULAR PET BED ASSEMBLY**; and


WHEREAS, **MUNCHKIN, INC.**, A California Corporation, having a place of business at 16689 Schoenborn St., North Hills, CA 91343, **United States of America**, is desirous of acquiring the entire right, title and interest in and to the said inventions or improvements and in and to the said application, and in, to and under any and all Letters Patent which may be granted on or as a result thereof in any and all countries:

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) to us in hand paid by said assignee, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said assignors, has sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over to said assignee, the entire right, title and interest in and to said inventions or improvements and said application and any and all continuations, divisions and renewals of and substitutes for said application, and in, to and under any and all Letters Patent which may be granted on or as a result thereof in the United States and any and all other countries, and any reissue or reissues or extension or extensions of said Letters Patent, and assign to and authorize said assignee, to file in my name applications for Letters Patent in all countries, the same to be held and enjoyed by said assignee, its successors, assigns, nominees or legal representatives, to the full end of the term or terms for which said Letters Patent respectively may be granted, reissued or extended, as fully and entirely as the same would have been held and enjoyed by us had this assignment, sale and transfer not been made.

AND we hereby covenant that we have full right to convey the entire interest herein assigned, and that we have not executed and will not execute any agreement in conflict herewith, and we further covenant and agree that we will each time request is made and without undue delay, execute and deliver all such papers as may be necessary or desirable to perfect the title to said inventions or improvements, said application and said Letters Patent to said assignee, its successors, assigns, nominees, or legal representatives, and we agree to communicate to said assignee or to its nominee all known facts respecting said inventions or improvements, said application and said Letters Patent, to testify in any legal proceedings, to sign all lawful papers, to execute all disclaimers and divisional, continuing, reissue and foreign applications, to make all rightful oaths, and generally to do everything possible to aid said assignee, its successors, assigns, nominees and legal representatives to obtain and enforce for its or their own benefit proper patent protection for said inventions or improvements in any and all countries.

AND we hereby authorize and request the Commissioner of Patents and Trademarks of the United States and any official of any country or countries foreign to the United States whose duty it is to issue patents on applications as aforesaid, to issue to said assignee, as assignee of the entire right, title and interest, any and all Letters Patent for said inventions or improvements, including any and all Letters Patent of the United States which may be issued and granted on or as a result of the application aforesaid, in accordance with the terms of this assignment.

IN WITNESS WHEREOF, we have hereunto set my hand and seal.

Dated: 10/24/05  (L. S.)
Steven B. Dunn

Dated: 10/24/05  (L. S.)
Mark Hatherfill