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SHEET

U.S. DEPARTMENT OF COMMERCE
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Y

To the honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

8/31/07

1. Name of conveying party(ies):

Emily Becker

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

2. Name and address of receiving party(ies)

Name: **Disney Enterprises, Inc.**

Internal Address: _____

Street Address: **500 South Buena Vista Street**

City: **Burbank** State: **CA** Zip: **91521**

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

3. Nature of conveyance:

Assignment

Merger

Security Agreement

Change of Name

Other:

Execution Date: **August 28, 2007**

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: **August 28, 2007**

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: **Farshad Farjami, Esq.**

Internal Address: **Farjami & Farjami LLP**

Street Address: **24522 La Alameda Ave., Suite 360**

City: **Mission Viejo** State: **California** Zip: **92691**

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

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

Enclosed (Payment by Credit Card Form PTO-2038 enclosed)

Underpayment or Overpayment is Authorized to be Charged or Credited to Deposit Account

8. Deposit account number: **50-0731**

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8. 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.

Farshad Farjami, Esq.

Name of Person Signing

Signature

8/31/07

Date

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

Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment Recordation Services, Commissioner of Patents, P.O. Box 1450, Alexandria, VA 22313-1450

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PATENT
REEL: 019831 FRAME: 0456

ASSIGNMENT

WHEREAS, I/WE:

INVENTOR NAME	INVENTOR RESIDENCE ADDRESS
Emily Becker	2028 Rangeview Dr., Glendale, CA 91201

have invented certain new and useful improvements disclosed in an application for United States Letters Patent titled SYSTEM AND METHOD FOR PROVIDING LOCATION-BASED ENTERTAINMENT, filed herewith;

AND WHEREAS DISNEY ENTERPRISES, INC., a Delaware corporation (hereinafter, together with any successors, legal representatives and assigns thereof, called "Assignee"), wants to acquire the entire right, title, and interest in and to said improvements and application:

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, I/WE have sold, assigned, transferred and set over, and do hereby sell, assign, transfer and set over to Assignee the entire right, title, and interest in and to said improvements, and said application and all divisions, substitutions, continuations and continuations-in-part thereof, and all United States Letters Patents which may be granted thereon and all reissues and extensions thereof, and all priority rights under the International Convention for the Protection of Industrial Property for every member country, and all applications for patents (including related rights such as utility-model registrations, inventor(s) certificates, and the like), heretofore or hereafter filed for said improvements in any foreign countries, and all patents (including all extensions, renewals, and reissues thereof) granted for said improvements in any foreign countries; and I/WE hereby authorize and request the United States Commissioner of Patents and Trademarks, and any officials of foreign countries whose duty it is to issue patents on applications as aforesaid, to issue all patents for said improvements to Assignee in accordance with the terms of this assignment.

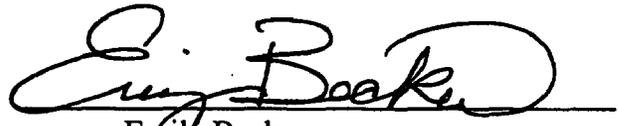
Each of the undersigned hereby authorizes and requests the Commissioner of Patents and Trademarks to issue said Letters Patents to Assignee.

Each of the undersigned hereby authorizes and requests the attorneys of record in said application to insert in this assignment the filing date and serial number of said application when officially known.

Each of the undersigned warrants himself/herself to be the owner of the entire right, title and interest in said invention or improvements and to have the full right to make this assignment, and further warrants that there are no outstanding prior assignments, licenses, or other encumbrances on the interest herein assigned, and will not execute any agreement in conflict herewith;

AND I/WE HEREBY further covenant and agree that I/WE will communicate to Assignee any facts known to me/us respecting said improvements, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuation, continuations-in-part, re-examination, extension, substitute and reissue applications, make all rightful oaths, and generally do everything possible to aid Assignee to obtain and enforce proper patent protection for said improvements in all countries.

IN TESTIMONY WHEREOF, I hereunto set my hand this 28th day of August, 2007.


Emily Becker