

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

ASSIGNMENT

CONVEYING PARTY DATA

Name	Execution Date
Binney & Smith LLC	10/19/2007

RECEIVING PARTY DATA

Name:	Crayola LLC
Street Address:	1100 Church Lane
City:	Easton
State/Country:	PENNSYLVANIA
Postal Code:	18044-0431

PROPERTY NUMBERS Total: 99

Property Type	Number
Patent Number:	4969766
Patent Number:	4978390
Patent Number:	4991299
Patent Number:	5066216
Patent Number:	5116410
Patent Number:	5171766
Patent Number:	5232494
Patent Number:	5248030
Patent Number:	5261952
Patent Number:	5262535
Patent Number:	5284445
Patent Number:	5288160
Patent Number:	5326388
Patent Number:	5352282
Patent Number:	5364892

PATENT

500390005

REEL: 020061 FRAME: 0198

CH \$3960.00 4969766

Patent Number:	5383954
Patent Number:	5389717
Patent Number:	5393030
Patent Number:	5413472
Patent Number:	5456743
Patent Number:	5460647
Patent Number:	5464470
Patent Number:	5486228
Patent Number:	5487778
Patent Number:	5489331
Patent Number:	5492558
Patent Number:	5498280
Patent Number:	5498282
Patent Number:	5498645
Patent Number:	5506280
Patent Number:	5533900
Patent Number:	5542640
Patent Number:	5664947
Patent Number:	5665695
Patent Number:	5676240
Patent Number:	5678684
Patent Number:	5685224
Patent Number:	5727893
Patent Number:	5826515
Patent Number:	5855351
Patent Number:	5900094
Patent Number:	5968241
Patent Number:	5981626
Patent Number:	6011084
Patent Number:	6033464
Patent Number:	6039797
Patent Number:	6040359
Patent Number:	6045108
Patent Number:	6124377
Patent Number:	6136078

Patent Number:	6160034
Patent Number:	6174938
Patent Number:	6210471
Patent Number:	6262143
Patent Number:	6271286
Patent Number:	6394598
Patent Number:	6422698
Patent Number:	6425703
Patent Number:	6505984
Patent Number:	6565275
Patent Number:	6626600
Patent Number:	6815471
Patent Number:	6902387
Patent Number:	6964534
Patent Number:	7182902
Patent Number:	D338496
Patent Number:	D343417
Patent Number:	D344975
Patent Number:	D345692
Patent Number:	D351504
Patent Number:	D351727
Patent Number:	D353840
Patent Number:	D354311
Patent Number:	D356334
Patent Number:	D356822
Patent Number:	D356823
Patent Number:	D356829
Patent Number:	D358599
Patent Number:	D360649
Patent Number:	D360894
Patent Number:	D364893
Patent Number:	D365111
Patent Number:	D374349
Patent Number:	D374467
Patent Number:	D389520

Patent Number:	D391295
Patent Number:	D396422
Patent Number:	D398250
Patent Number:	D398864
Patent Number:	D398865
Patent Number:	D399134
Patent Number:	D402314
Patent Number:	D406739
Patent Number:	D415797
Patent Number:	D471572
Patent Number:	D481533
Patent Number:	D502964
Application Number:	10704998
Application Number:	11203688

CORRESPONDENCE DATA

Fax Number: (312)616-5700
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (312)616-5600
 Email: assignments@leydig.com
 Correspondent Name: John M. Augustyn
 Address Line 1: Two Pru Plaza, Ste 4900, 180 N. Stetson
 Address Line 4: Chicago, ILLINOIS 60601-6731

ATTORNEY DOCKET NUMBER:	259811
NAME OF SUBMITTER:	John M. Augustyn, Reg. 33,589

Total Attachments: 9

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CONFIRMING ASSIGNMENT

WHEREAS, Binney & Smith Inc. ("BINNEY & SMITH INC.") filed a "Certificate of Conversion from a Corporation to a Limited Liability Company" with the State of Delaware to convert "Binney & Smith Inc." from a Delaware Corporation to "Binney & Smith LLC" a Limited Liability Company effective December 29, 2006;

WHEREAS, effective December 29, 2006, Binney & Smith LLC, a Delaware Limited Liability Company, ("BINNEY & SMITH LLC") transferred to Crayola LLC, a Delaware Limited Liability Company, ("CRAYOLA LLC") various assets, including intellectual property rights as set forth in a document entitled "Asset Transfer Agreement" dated December 31, 2006 under paragraph 1(a) which specifically transfers the entire right, title and interest in and to intellectual property, but failed to specifically list the patent applications and patents by their serial numbers and patent numbers and failed to list other information for the patent applications and patents which are set forth in the Schedule attached hereto;

WHEREAS, the parties need a document which can be recorded to demonstrate the assignment of the patent applications and patents as set forth in the attached Schedule;

WHEREAS, BINNEY & SMITH INC. was the assignee of the patents and patent applications as set forth in the attached Schedule;

WHEREAS, BINNEY & SMITH LLC is desirous of confirming its assignment of the entire right, title and interest in and to said patents and patent applications as set forth in the attached Schedule; and

WHEREAS, CRAYOLA LLC is desirous of confirming its ownership of the entire right, title and interest in and under said patent applications and patents as set forth in the attached Schedule.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, BINNEY & SMITH LLC does hereby confirm that BINNEY & SMITH LLC transferred, assigned and set over unto CRAYOLA LLC, the entire right, title and interest in and to said patent applications and patents, as set forth in the attached Schedule and any Letters Patent both foreign and domestic that may or shall issue thereon and any extensions or reissues which may be granted thereon, free and clear of all liabilities, liens and other encumbrances, as well as any rights BINNEY & SMITH LLC may have to recover for any past or pending infringement or use of such patent applications and patents as set forth in the attached Schedule, if any, by any person or entity; the same to be held and enjoyed by CRAYOLA LLC, for its own use and behoof, and for its legal representatives, successors and assigns to the full end of the term and renewals for which said patent applications and patents as set forth in the attached Schedule are granted, as fully and entirely as the same would have been held by BINNEY & SMITH LLC, had this assignment and transfer not been made.

THE PARTIES DO HEREBY COVENANT and agree that the parties will not execute any writing or do any act whatsoever conflicting with the terms of this assignment document set forth herein, and that the parties will at any time upon request, without further or additional consideration, execute such additional assignments and other writings and do such additional acts as the parties may deem necessary or desirable to perfect the parties' enjoyment of this assignment, and render all necessary assistance in making application for and obtaining original,

continuation, continuation-in-part, divisional, reissued, reexamined, and National phase patents of the U.S. or of any and all foreign countries on the invention, and in enforcing any rights or choses in action accruing as a result of such applications or patents, and by executing statements and other affidavits, it being understood that the foregoing covenant and agreement shall bind, and inure to the benefit of, the assigns and legal representatives of all parties hereto.

The parties agree that the legal representatives, agents and attorneys for the parties may revise the attached Schedule as appropriate after the execution of this document.

BINNEY & SMITH INC.

Date: 10-19-07

By: *Dwight C. Arn*
Printed
Name: Dwight C. Arn
Title: Vice President

STATE OF Missouri)
COUNTY OF Jackson)

On this 19th day of October, 2007, before me, a Notary Public in and for said county, appeared Dwight C. Arn, who is personally known to me to be the same person whose name is subscribed to the foregoing assignment document, and acknowledged that he/she signed and delivered the document as his/her free and voluntary act for the uses and purposes therein set forth.

SANDRA S. ARNALL
Notary Public - Notary Seal
{SEAL} STATE OF MISSOURI
Cass County
My Commission Expires: March 14, 2008

Sandra S. Arnall
Notary Public
My Commission Expires: 3-14-08

Date: 10 - 19 - 07

BINNEY & SMITH LLC

By: [Signature]

Printed

Name: Dwight C. Arn

Title: Vice President

STATE OF Missouri)

COUNTY OF Jackson }

On this 19th day of October, 2007, before me, a Notary Public in and for said county, appeared Dwight C. Arn, who is personally known to me to be the same person whose name is subscribed to the foregoing assignment document, and acknowledged that he/she signed and delivered the document as his/her free and voluntary act for the uses and purposes therein set forth.

Sandra S. Arnall

Notary Public

SANDRA S. ARNALL
Notary Public - Notary Seal
STATE OF MISSOURI
Cass County

My Commission Expires: March 14, 2008

My Commission Expires: 3-14-08

Date: 10 - 19 - 07

CRAYOLA LLC

By: [Signature]

Printed

Name: Dwight C. Arn

Title: Vice President

STATE OF Missouri)

COUNTY OF Jackson }

On this 19th day of October, 2007, before me, a Notary Public in and for said county, appeared Dwight C. Arn, who is personally known to me to be the same person whose name is subscribed to the foregoing assignment document, and acknowledged that he/she signed and delivered the document as his/her free and voluntary act for the uses and purposes therein set forth.

Sandra S. Arnall

Notary Public

{SEAL} SANDRA S. ARNALL
Notary Public - Notary Seal
STATE OF MISSOURI
Cass County

My Commission Expires: March 14, 2008

My Commission Expires: 3-14-08

Country	Title	Status	Appl. No.	Filed	Pat. No.	Issued	LVM Ref. No.
United States of America	PORTABLE EASEL	Pending	10/704998	10-Nov-2003			220610
	CONTAINER	Pending	11/704400	09-Feb-2007			251550
	RETRACTABLE WRITING INSTRUMENT	Pending	11/203688	15-Aug-2005			236305
	RETRACTABLE WRITING INSTRUMENT	Pending	11/804771	21-May-2007			239061
	IMPROVED CAP FOR MARKING INSTRUMENTS	Issued	07/311143	15-Feb-1989	4969766	13-Nov-1990	192350
	WASHABLE SOLID MARKING COMPOSITION	Issued	07/263431	27-Oct-1988	4978390	18-Dec-1990	192343
	UNIVERSAL CRAYON SHARPENER	Issued	07/420583	12-Oct-1989	4991299	12-Feb-1991	192399
	APPARATUS FOR INJECTION OF VISCOUS MATERIALS	Issued	07/410937	22-Sep-1989	5066216	19-Nov-1991	139219
	WASHABLE DYE-CONTAINING COMPOSITION	Issued	07/613922	05-Nov-1990	5116410	26-May-1992	192271
	MODELING DOUGH	Issued	07/734951	24-Jul-1991	5171766	15-Dec-1992	192539
	COLOR CHANGING COMPOSITIONS	Issued	07/923308	31-Jul-1992	5232494	03-Aug-1993	147318
	FOLDING INSTRUMENT CONTAINER	Issued	07/989897	10-Dec-1992	5248030	28-Sep-1993	155507
	SOLID MARKING COMPOSITION CONTAINING GLITTER	Issued	07/968843	30-Oct-1992	5261952	16-Nov-1993	155031
	SURFACTANT COMPOSITION AND METHOD OF MAKING THE SAME	Issued	07/839330	20-Feb-1992	5262535	16-Nov-1993	139585
	PORTABLE DRAWING SURFACE WITH INTERCHANGEABLE COMPONENTS	Issued	08/000670	05-Jan-1993	5284445	08-Feb-1994	154581
	AQUEOUS PERMANENT COLORING COMPOSITION	Issued	07/916388	20-Jul-1992	5288160	22-Feb-1994	147304
	COLOR CHANGING COMPOSITIONS	Issued	08/089503	16-Jul-1993	5326388	05-Jul-1994	156958
	COLOR CHANGING COMPOSITIONS	Issued	08/078722	16-Jun-1993	5352282	04-Oct-1994	156957
	MODELING DOUGH	Issued	07/990599	14-Dec-1992	5364892	15-Nov-1994	147307

Country	Title	Status	Appl. No.	Filed	Pat. No.	Issued	LVM Ref. No.
	SOLID MARKING COMPOSITION CONTAINING GLITTER	Issued	08/150458	10-Nov-1993	5383954	24-Jan-1995	159263
	ERASABLE MARKING COMPOSITION EASEL	Issued	08/203655	28-Feb-1994	5389717	14-Feb-1995	161225
	MOLDING APPARATUS	Issued	07/926167	05-Aug-1992	5393030	28-Feb-1995	147066
	WATER SOLUBLE PRINTING SHEET	Issued	07/970617	03-Nov-1992	5413472	09-May-1995	147721
	COLOR-CHANGING MARKING COMPOSITION SYSTEM	Issued	08/196579	14-Feb-1994	5456743	10-Oct-1995	159683
	COLOR-CHANGING MARKING COMPOSITION SYSTEM	Issued	08/386964	10-Feb-1995	5460647	24-Oct-1995	165296
	COLOR-CHANGING MARKING COMPOSITION SYSTEM	Issued	08/386695	10-Feb-1995	5464470	07-Nov-1995	163587
	WASHABLE COLOR CHANGING COMPOSITIONS	Issued	08/270485	05-Jul-1994	5486228	23-Jan-1996	161857
	SURFACTANT COMPOSITION AND METHOD OF MAKING THE SAME	Issued	08/432277	01-May-1995	5487778	30-Jan-1996	165579
	COLOR CHANGING COMPOSITIONS USING ACIDS	Issued	08/270454	05-Jul-1994	5489331	06-Feb-1996	159483
	COLOR CHANGING COMPOSITIONS FOR HIGHLIGHTERS	Issued	08/317139	03-Oct-1994	5492558	20-Feb-1996	161850
	PHOSPHORESCENT AND FLUORESCENT MARKING COMPOSITION	Issued	08/338694	14-Nov-1994	5498280	12-Mar-1996	156495
	COLOR CHANGING PAN PAINT COMPOSITIONS	Issued	08/317212	03-Oct-1994	5498282	12-Mar-1996	161852
	MODELING DOUGH	Issued	08/320880	11-Oct-1994	5498645	12-Mar-1996	161900
	MODELING DOUGH	Issued	08/339080	14-Nov-1994	5506280	09-Apr-1996	163509
	STENCIL HOLDER AND KIT AND METHOD OF MAKING AN IMAGE EASEL	Issued	08/165721	13-Dec-1993	5533900	09-Jul-1996	158812
		Issued	08/393937	22-Feb-1995	5542640	06-Aug-1996	163879

Country	Title	Status	Appl. No.	Filed	Pat. No.	Issued	LVM Ref. No.
	METHOD, APPARATUS, AND KIT FOR MARKING A SURFACE WITH COLORED BUBBLES	Issued	08/386378	10-Feb-1995	5664947	09-Sep-1997	165064
	SURFACTANT COMPOSITION AND METHOD OF MAKING THE SAME	Issued	08/453262	30-May-1995	5665695	09-Sep-1997	165580
	CADDY FOR ART SUPPLIES	Issued	08/426623	20-Apr-1995	5676240	14-Oct-1997	162855
	CONTAINER FOR LIQUIDS	Issued	08/514150	11-Aug-1995	5678684	21-Oct-1997	165401
	COLORING DEVICE	Issued	08/516835	18-Aug-1995	5685224	11-Nov-1997	163432
	FLUID DISPENSING NIB, AND DELIVERY SYSTEM	Issued	08/426681	21-Apr-1995	5727893	17-Mar-1998	165400
	STAMPING DEVICE	Issued	08/790705	29-Jan-1997	5826515	27-Oct-1998	175334
	EASEL	Issued	08/491505	16-Jun-1995	5855351	05-Jan-1999	166463
	IMAGE TRANSFER METHOD FOR USE WITH WATER BASED DRY ERASE MARKERS	Issued	08/918732	01-Aug-1997	5900094	04-May-1999	179735
	WASHABLE COLORING COMPOSITION	Issued	09/023728	13-Feb-1998	5968241	19-Oct-1999	179357
	WASHABLE COLORING COMPOSITION SUITABLE FOR USE IN DRY ERASE MARKERS	Issued	08/800755	14-Feb-1997	5981626	09-Nov-1999	174955
	ERASABLE COLORED PENCIL LEAD	Issued	09/105704	26-Jun-1998	6011084	04-Jan-2000	184876
	MARKING COMPOSITION	Issued	09/098989	17-Jun-1998	6033464	07-Mar-2000	185978
	WASHABLE MARKING COMPOSITION	Issued	09/240622	01-Feb-1999	6039797	21-Mar-2000	189298
	WASHABLE COLORING COMPOSITION SUITABLE FOR USE IN DRY ERASE MARKERS	Issued	09/023621	13-Feb-1998	6040359	21-Mar-2000	183767
	INCLINED ADJUSTABLE EASEL WITH SLIDABLY DRAWER	Issued	09/201567	30-Nov-1998	6045108	04-Apr-2000	184950
	MARKING SYSTEM	Issued	09/108526	01-Jul-1998	6124377	26-Sep-2000	185966

Country	Title	Status	Appl. No.	Filed	Pat. No.	Issued	LVM Ref. No.
	MARKING COMPOSITION AND METHOD FOR MARKING DARK SUBSTRATES	Issued	09/252612	05-Feb-1999	6136078	24-Oct-2000	189203
	COLORING COMPOSITION	Issued	09/088923	02-Jun-1998	6160034	12-Dec-2000	185561
	WATER-BASED COLORING COMPOSITIONS CONTAINING SUBMICRON POLYMERIC PARTICLES	Issued	09/316464	21-May-1999	6174938	16-Jan-2001	185462
	MARKING COMPOSITION AND METHOD FOR MARKING DARK SUBSTRATES	Issued	09/653684	01-Sep-2000	6210471	03-Apr-2001	206509
	ERASABLE COLORED PENCIL LEAD	Issued	09/197283	20-Nov-1998	6262143	17-Jul-2001	187754
	ERASABLE COLORED PENCIL LEAD	Issued	09/338181	22-Jun-1999	6271286	07-Aug-2001	201013
	INK JET MARKER	Issued	09/572663	16-May-2000	6394598	28-May-2002	201989
	INK JET MARKER	Issued	08/848065	28-Apr-1997	6422698	23-Jul-2002	174856
	WRITING ELEMENTS WHICH CONNECT TOGETHER	Issued	09/797495	01-Mar-2001	6425703	30-Jul-2002	206826
	CRAYON WITH ERASER	Issued	09/843537	27-Apr-2001	6505984	14-Jan-2003	210379
	MARKER WITH ERASER	Issued	09/843524	27-Apr-2001	6565275	20-May-2003	210378
	WRITING INSTRUMENT	Issued	09/660626	13-Sep-2000	6626600	30-Sep-2003	205855
	ERASABLE COLORED PENCIL LEAD	Issued	09/828219	09-Apr-2001	6815471	09-Nov-2004	209391
	CRAYON MAKER	Issued	10/017830	07-Dec-2001	6902387	07-Jun-2005	212412
	RETRACTABLE WRITING INSTRUMENT	Issued	10/607443	26-Jun-2003	6964534	15-Nov-2005	222799
	CRAYON MAKER	Issued	11/113591	25-Apr-2005	7182902	27-Feb-2007	234652
	CRAYON CASE	Issued	07/862247	01-Apr-1992	D338496	17-Aug-1993	147064
	COMBINED PORTABLE EASEL AND STORAGE TRAY FOR ARTIST'S SUPPLIES	Issued	07/861660	01-Apr-1992	D343417	18-Jan-1994	147065

Country	Title	Status	Appl. No.	Filed	Pat. No.	Issued	LVM Ref. No.
	COMBINED PORTABLE DRAWING SURFACE AND STORAGE SUPPLY UNIT CONTAINER	Issued	07/948811	17-Sep-1992	D344975	08-Mar-1994	147337
	CARRYING CASE	Issued	29/002902	22-Dec-1992	D345692	05-Apr-1994	154741
	CARRYING CASE	Issued	29/008714	24-May-1993	D351504	18-Oct-1994	155002
	WRITING INSTRUMENT CONTAINER FOR DISPLAY STAND	Issued	29/009399	11-Jun-1993	D351727	25-Oct-1994	155362
	WRITING INSTRUMENT CONTAINER	Issued	07/954236	29-Sep-1992	D353840	27-Dec-1994	154247
	WRITING INSTRUMENT CONTAINER	Issued	29/013881	05-Oct-1993	D354311	10-Jan-1995	158246
	WRITING SURFACES AND CONTAINER FOR SUPPLIES	Issued	29/017921	25-Jan-1994	D356334	14-Mar-1995	158811
	STENCIL HOLDER	Issued	29/016295	13-Dec-1993	D356822	28-Mar-1995	158813
	COMBINED PORTABLE DRAWING SURFACE AND SUPPLY STORAGE UNIT	Issued	29/013570	27-Sep-1993	D356823	28-Mar-1995	147725
	HOLDER FOR WRITING INSTRUMENTS AND SUPPLIES	Issued	29/017846	24-Jan-1994	D356829	28-Mar-1995	158819
	MOLDING APPARATUS	Issued	29/004815	16-Feb-1993	D358599	23-May-1995	147336
	WRITING SURFACE AND ENCLOSURE FOR SUPPLIES	Issued	29/026475	28-Jul-1994	D360649	25-Jul-1995	161598
	WRITING SURFACE AND ENCLOSURE FOR SUPPLIES	Issued	29/026470	28-Jul-1994	D360894	01-Aug-1995	161599
	WRITING INSTRUMENT CONTAINER	Issued	29/012714	08-Sep-1993	D364893	05-Dec-1995	147616
	MOLDING INSERT PAIR	Issued	29/007367	20-Apr-1993	D365111	12-Dec-1995	155001
	CADDY FOR ART SUPPLIES	Issued	29/037834	20-Apr-1995	D374349	08-Oct-1996	162856
	COMBINED TOY BOAT AND CONTAINER FOR WRITING INSTRUMENTS	Issued	29/032847	30-Dec-1994	D374467	08-Oct-1996	162328
	MARKER HOLDER	Issued	29/066565	14-Feb-1997	D389520	20-Jan-1998	174663
	DESKTOP ORGANIZER	Issued	29/071064	19-May-1997	D391295	24-Feb-1998	178235

Country

RECORDED: 11/02/2007

Title	Status	Appl. No.	Filed	Pat. No.	Issued	LVM Ref. No.
RULER WITH DRAWING CURVES	Issued	29/078137	20-Oct-1997	D396422	28-Jul-1998	179923
RULER AND DRAWING STENCIL	Issued	29/078541	20-Oct-1997	D398250	15-Sep-1998	179924
RULER AND DRAWING TEMPLATE	Issued	29/078129	20-Oct-1997	D398864	29-Sep-1998	179925
PROTRACTOR AND DRAWING TEMPLATE	Issued	29/078136	20-Oct-1997	D398865	29-Sep-1998	179922
PACKAGE FOR PAINT	Issued	29/080663	05-Sep-1997	D399134	06-Oct-1998	179911
PENCIL SHARPENER	Issued	29/078462	27-Oct-1997	D402314	08-Dec-1998	183390
SCISSORS HANDLES	Issued	29/079965	07-Nov-1997	D406739	16-Mar-1999	183211
APPLICATOR FOR DISPENSING MATERIAL	Issued	29/083949	20-Feb-1998	D415797	26-Oct-1999	183760
CRAYON MAKER	Issued	29/157210	14-Mar-2002	D471572	11-Mar-2003	214941
PENCIL CASE	Issued	29/174673	22-Jan-2003	D481533	04-Nov-2003	218564
PORTABLE EASEL	Issued	29/193498	10-Nov-2003	D502964	15-Mar-2005	220611

PATENT

REEL: 020061 FRAME: 0210

Wednesday, August 01, 2007

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