

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

ASSIGNMENT

CONVEYING PARTY DATA

Name	Execution Date
THE CREATIVE TRAIN COMPANY, LLC	04/26/2008

RECEIVING PARTY DATA

Name:	LIONTECH TRAINS LLC
Street Address:	26760 23 Mile Road
City:	Chesterfield
State/Country:	MICHIGAN
Postal Code:	48051

PROPERTY NUMBERS Total: 17

Property Type	Number
Application Number:	11188117
Application Number:	11187592
Application Number:	11187593
Application Number:	10723430
Application Number:	11187709
Application Number:	10705216
Application Number:	10723260
Application Number:	11779264
Application Number:	11779864
Application Number:	11940285
Application Number:	11957403
Patent Number:	7221113
Patent Number:	7028955
Patent Number:	7264207
Patent Number:	7312590

PATENT

500526653

REEL: 020866 FRAME: 0902

CH \$680.00 11188117

Patent Number:	6947815
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Patent Number:	6848657
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CORRESPONDENCE DATA

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Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

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ATTORNEY DOCKET NUMBER:

510703-001

NAME OF SUBMITTER:

Narine Khachatryan

Total Attachments: 3

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PATENT ASSIGNMENT AGREEMENT

WHEREAS, **THE CREATIVE TRAIN COMPANY, LLC**, a California limited liability company ("ASSIGNOR"), located, c/o Chapman Bird & Grey, Inc., 1990 Bundy Drive, Suite 200, West Los Angeles, California 90025, is the owner of certain patents and patent applications, including United States patent applications set forth on Schedule A, issued U.S. patents set forth on Schedule B (collectively, the "Patents");

WHEREAS, **LIONTECH TRAINS LLC**, a Delaware limited liability company ("ASSIGNEE"), located at 26760 23 Mile Road, Chesterfield, Michigan 48051, wishes to acquire all of the right and title to and interest in the said inventions or discoveries and the ownership of all patent rights in said inventions or discoveries from the ASSIGNOR;

NOW, THEREFORE, ASSIGNOR, by these presents, for good and valuable consideration does sell, assign and transfer unto ASSIGNEE the entire right, title, and interest in and to said Patents throughout the world, including all priority rights arising from said Patents; and in and to all substitutions, divisions, and continuations thereof; and in and to all Letters Patent, United States and foreign, that may be granted for said applications or claiming priority to said Patents; the same to be held and enjoyed by ASSIGNEE for its own use and behalf, and for its legal representatives and assigns, as fully and entirely as the same would have been held by ASSIGNOR had this assignment and same not been made, including, without limitation, the right to bring suit and recover damages for any infringement thereof that has occurred prior to the date hereof.

FURTHERMORE, ASSIGNOR hereby covenants that no assignment, sale, agreement or encumbrance has been or will be made or entered into which would conflict with this assignment.

ASSIGNOR further agrees, upon request of and at the expense of ASSIGNEE, to promptly execute without further consideration such further lawful documents as may reasonably be required for the rights conveyed herein to vest in ASSIGNEE.

This Agreement may be executed in any number of counterparts, each of which shall be deemed an original but all of such together shall constitute one and the same instrument.

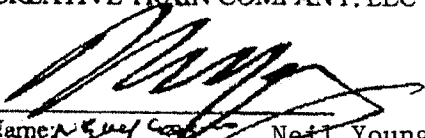
ASSIGNOR:

THE CREATIVE TRAIN COMPANY, LLC

Date:

APR 26 08

By:


Name: Neil Young
Title: Authorized Signatory

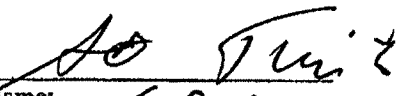
ASSIGNEE:

LIONTECH TRAINS LLC

Date:

4-29-08

By:


Name: S. TURKINGTON
Title: CFO

SCHEDULE A**PENDING PATENT APPLICATIONS**

Title	Serial No.	Filing Date
SYSTEM FOR SENDING COMMANDS TO TRAIN CARS BASED ON LOCATION IN TRAIN	11/188,117	07/22/2005
MODEL TRAIN COMMAND PROTOCOL USING FRONT AND BACK ERROR BYTES	11/187,592	07/22/2005
FORCE SENSITIVE COUPLER FOR TRAINS	11/187,593	07/22/2005
DIRECT WIRELESS POLLING OF MODEL TRAINS	10/723,430	11/25/2003
MODEL TRAIN CONTROL SYSTEM	11/187,709	07/22/2005
EXPANDING INSTRUCTION SET USING ALTERNATE ERROR BYTE	10/705,216	11/07/2003
MODEL TRAIN WIRELESS BI-DIRECTIONAL COMMUNICATION PROTOCOL	10/723,260	11/25/2003
MODEL TRAIN CONTROL SYSTEM HAVING REALISTIC SPEED CONTROL	11/779,264	07/17/2007
MODEL TRAIN REMOTE CONTROL SYSTEM HAVING REALISTIC SPEED AND SPECIAL EFFECTS CONTROL	11/779,864	07/18/2007
MODEL TRAIN CONTROL SYSTEM	11/940,285	11/14/2007
MODEL RAILROAD VELOCITY CONTROLLER	11/957,403	12/14/2007

SCHEDULE B**ISSUED PATENTS**

Title	Patent No.	Issue Date
TOUCH-SENSITIVE MODEL TRAIN CONTROLS	7,221,113	05/22/2007
MODEL VEHICLE DETECTION OF ID AND DIRECTION	7,028,955	04/18/2006
MODEL TRACK LAYOUT REPRESENTATION	7,264,207	09/04/2007
MODEL RAILROAD VELOCITY CONTROLLER	7,312,590	12/25/2007
MODEL VEHICLE CONTROL INPUT SELECTION	6,947,815	09/20/2005
DYNAMIC SELF-TEACHING TRAIN TRACK LAYOUT LEARNING AND CONTROL SYSTEM	6,848,657	02/01/2005