PATENT ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT

CONVEYING PARTY DATA

Name	Execution Date
Julian R. Payne	09/05/2008

RECEIVING PARTY DATA

Name:	Mattel, Inc.
Street Address:	333 Continental Boulevard
City:	El Segundo
State/Country:	CALIFORNIA
Postal Code:	90245

PROPERTY NUMBERS Total: 1

Property Type	Number
Application Number:	12131838

CORRESPONDENCE DATA

Fax Number: (248)524-2700

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

Phone: 248-524-2300

Email: mrousseau@cantorcolburn.com

Correspondent Name: Cantor Colburn LLP Address Line 1: 20 Church Street

Address Line 2: 22nd Floor

Address Line 4: Hartford, CONNECTICUT 06103

ATTORNEY DOCKET NUMBER: MAT-0036US2

NAME OF SUBMITTER: Christopher C. Boehm

Total Attachments: 2 source=2541600#page1.tif source=2541600#page2.tif

> PATENT REEL: 021537 FRAME: 0178

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ASSIGNMENT

WHEREAS I, JULIAN R. PAYNE (hereinafter referred to as "ASSIGNOR") of 8319 Belford Avenue, Los Angeles, CA, USA; have invented certain new and useful improvements in:

POP-UP PLAY SET

and for which I have filed application serial number 12/131,838 for Letters Patent of the United States on June 2, 2008;

AND WHEREAS, MATTEL, INC. (hereinafter referred to as "ASSIGNEE"), a corporation organized and existing under the laws of the state of Delaware in the United States of America, having a place of business at 333 Continental Boulevard, El Segundo, California, United States of America, is desirous of acquiring an interest in the United States and all foreign countries, in and to the said invention and Letters Patent to be obtained therefor;

NOW THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that for good and valuable consideration, the receipt of which is hereby acknowledged, I, the said ASSIGNOR, have assigned and transferred, and hereby assign and transfer unto the said ASSIGNEE, the entire right, title and interest in and to said invention in the United States and in all foreign countries, including priority rights, as fully set forth and described in said application; and I do hereby authorize and request the Commissioner of Patents to issue said Letters Patent on said application, and any and all Letters Patent that may be issued upon any and all revivals, refilings, continuations, continuations-in-part, divisions and reissues thereof, to the said ASSIGNEE, an assignee of the entire right, title and interest in and to the same, for the sole use and behoof of ASSIGNEE, its successors and assigns; and I do hereby agree that the said ASSIGNEE, may apply for foreign Letters Patent on said invention and that I will execute all papers necessary in connection with the United States and foreign applications when called upon to do so by the said ASSIGNEE, its successors or assigns, and that I will, at the cost and expense of the said ASSIGNEE fully assist and cooperate in all

1 of 2

matters in connection with the United States and foreign applications and patents issuing thereon.

The undersigned declares that all statements made herein of his own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Date: 9-5-08

JUMAN R. PAYNE

ACKNOWLEDGMENT

State of California County of Los Angeles

On 1508 before me, Patricia Deleon, Notary Public (insert name and title of the officer)

personally appeared JULIAN R. PAYNE who proved to me on the basis of satisfactory evidence to be the person(s) whose namo(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ics), and that by his/her/their signaturo(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

RECORDED: 09/16/2008

(Seal)

2 of 2



PATENT REEL: 021537 FRAME: 0180