

02-12-2002

FORM PTO-1594

REC



U.S. DEPARTMENT OF COMMERCE

(7/97)

Patent and Trademark Office

102016561

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

1. Name of conveying party(ies):

The William Carter Company

1-25-02

Entity: Massachusetts corporation

Additional name(s) of conveying party(ies) attached?

Yes No

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

Name: The Little Tikes Company

Address: 29 East Stephenson Street

Freeport, IL 61032

Entity: Ohio corporation

If assignee is not domiciled in the United States, an appointment of domestic representative is attached: Yes No

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Date: November 20, 2001

4. Application or Registration number(s):

A. Trademark Application No.(s)

B: Trademark Registration No.(s)

353,040
~~1,515,444~~
1,515,445

Additional numbers attached? Yes No

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

Peggy L. McBride, Trademark Paralegal
Schiff Hardin & Waite
P.O. Box 06079
Chicago, IL 60606-0079

Ref. No(s): 60808-0000

6. Total number of trademark applications and registrations involved:

3

7. Total Fee (37 CFR 3.41) \$90.00

A check is enclosed.
Authorization is given to charge the deposit account for any additional fees required or to credit any overpayment.

8. Deposit Account Number:

19-0409

DO NOT USE THIS SPACE

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.

Jeanette S. Zimmer
Name of Person Signing

Jeanette S. Zimmer
Signature

January 7, 2002
Date

Total number of pages including cover sheet and attached documents: 4

Mail documents to be recorded and required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

02/11/2002 GTDN11 00000076 353040

01 FC:481 40.00 OP
02 FC:482 50.00 OP

TRADEMARK
REEL: 002443 FRAME: 0706

TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (the "TRADEMARK ASSIGNMENT"), effective this 20th day of November, 2001 by and between THE WILLIAM CARTER COMPANY, a Massachusetts corporation, having a principal place of business at 1170 Peachtree Street, Suite 900, Atlanta, Georgia, 30309 ("ASSIGNOR") and THE LITTLE TIKES COMPANY, an Ohio corporation, having a place of business at 29 East Stephenson Street, Freeport, Illinois, 61032 ("ASSIGNEE").

WHEREAS, ASSIGNOR and ASSIGNEE are parties to that certain Settlement Agreement dated November 20, 2001 (the "Settlement Agreement"); and

WHEREAS, pursuant to the Settlement Agreement, ASSIGNOR wishes to assign to ASSIGNEE, and ASSIGNEE wishes to acquire from ASSIGNOR, the Marks (as defined below).

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, ASSIGNOR hereby transfers, assigns and conveys to ASSIGNEE, ASSIGNOR's entire worldwide right, title and interest in, together with the goodwill of the business symbolized by, the trademarks and the U.S. and foreign trademark registrations that issue therefrom, respectively set forth below (collectively, the "Marks"), together with all renewals thereof:

- United States Registration No. 353,040, registered on December 21, 1937, for the TYKES word mark for Children's and infants' underwear in International Class 25;
- United States Registration No. 1,515,444, registered on December 6, 1988, for the TYKES word mark for Infants' and children's clothing, namely sleepwear, in International Class 25;
- United States Registration No. 1,515,445, registered on December 6, 1988, for the TYKES logo for Infants' and children's clothing, namely, sleepwear, in International Class 25;

- Canada Registration No. TMA381853, registered on March 22, 1991, for the TYKES word mark for Bedding and wash accessories for infants and children, namely, wash cloths, blankets, sheets, towels; infant's and children's clothing, namely, underwear, sleepwear, footwear, namely, shoes, boots and slippers, bibs, coveralls, overalls, jumpers, shirts, gowns, and body suits;
- Canada Registration No. UCA027648, registered on June 23, 1947, for the TYKES word mark for children's and infant's underwear; and
- Japan Registration No. 2338259 registered on September 30, 1991, for the TYKES logo for Infants' and children's clothing, fabric apparel accessories and bedding in Class 17.

Together with ASSIGNOR's entire right, title and interest in, as well as the goodwill of the business associated with the above-identified Marks, and any and all rights and privileges in the United States as well as throughout the entire world associated with same, including the right to sue for any and all past infringement which may have occurred at any time up to the date of this TRADEMARK ASSIGNMENT.

To the extent there exists a conflict or ambiguity between the terms of this TRADEMARK ASSIGNMENT and the terms of the Settlement Agreement, the terms of the Settlement Agreement shall control.

This TRADEMARK ASSIGNMENT may be executed in one or more counterparts, any one of which need not contain the signatures of more than one party, but all of which, taken together, shall constitute one and the same agreement.

ASSIGNOR hereby requests the Commissioner of Patents and Trademarks, and the corresponding entities or agencies in any applicable foreign countries, to record ASSIGNEE as the assignee and owner of the Marks.

[SIGNATURE PAGE FOLLOWS]

ASSIGNOR
THE WILLIAM CARTER COMPANY

David A. Brown

Dave Brown
Executive Vice President

STATE OF GEORGIA)
COUNTY OF Henry) SS

On this 20th day of November, 2001, David A. Brown, being personally known to me, appeared before me, a Notary Public in and for the County and State aforesaid, and being first duly sworn, said and acknowledged that, as such officer, he/she signed and delivered the foregoing instrument as the free and voluntary act of said corporation, all pursuant to authority given by the Board of Directors of said corporation.

SUBSCRIBED and SWORN TO before me this 20th day of November, 2001.

Robin P. Owen
Notary Public

Notary Public, Henry County, Georgia
My Commission Expires Jan. 27, 2003

ASSIGNEE
THE LITTLE TIKES COMPANY

BY: D. Matschullat

ITS: Vice President General Counsel

STATE OF)
COUNTY OF Winnebago) SS

On this 30th day of November, 2001, Dale L. Matschullat, being personally known to me, appeared before me, a Notary Public in and for the County and State aforesaid, and being first duly sworn, said and acknowledged that, as such officer, he/she signed and delivered the foregoing instrument as the free and voluntary act of said corporation, all pursuant to authority given by the Board of Directors of said corporation.

SUBSCRIBED and SWORN TO before me this 30th day of November, 2001.

Yvonne M. McDonald
Notary Public

