

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | |
|------------------------------|--------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | RELEASE BY SECURED PARTY |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--------------------------------------------|----------|----------------|-------------------------------|
| Bank of America, N.A., as Collateral Agent | | 08/20/2007 | National Banking Association: |

RECEIVING PARTY DATA

| | |
|--------------------------|-------------------------------------|
| Name: | Spencer Gifts LLC |
| Street Address: | 6826 Black Horse Pike |
| Internal Address: | Suite 205 |
| City: | Egg Harbor Township |
| State/Country: | NEW JERSEY |
| Postal Code: | 08234 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |

| | |
|--------------------------|-------------------------------------|
| Name: | Spirit Halloween Superstores LLC |
| Street Address: | 6826 Black Horse Pike |
| Internal Address: | Suite 205 |
| City: | Egg Harbor Township |
| State/Country: | NEW JERSEY |
| Postal Code: | 08234 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |

PROPERTY NUMBERS Total: 45

| Property Type | Number | Word Mark |
|----------------------|---------|------------------------------|
| Registration Number: | 1388630 | A 2 Z THE BEST OF EVERYTHING |
| Registration Number: | 2288829 | AURORA |
| Registration Number: | 2585092 | CINEMA SCREAMS |
| Registration Number: | 2572359 | DAISY |
| Registration Number: | 1689438 | DAPY |
| Registration Number: | 2583531 | DAPY |

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| | | |
|----------------------|----------|--------------------------------|
| Registration Number: | 2081567 | FORBIDDEN PLEASURES |
| Registration Number: | 2123409 | FRIGHT STUFF |
| Registration Number: | 1518073 | FRIGHT STUFF |
| Registration Number: | 2120642 | GLOW |
| Registration Number: | 2204299 | |
| Registration Number: | 2100325 | GLOW |
| Registration Number: | 1415365 | GOLD-PLUS |
| Registration Number: | 2547947 | HALLOWEEN HEADQUARTERS |
| Registration Number: | 2000248 | HOLLYWOOD ILLUSIONS |
| Registration Number: | 2227195 | LUMASERIES |
| Registration Number: | 2694886 | MEGAVOLT |
| Registration Number: | 1478090 | SG |
| Registration Number: | 2441512 | SPARKLES |
| Registration Number: | 857651 | SPENCER GIFTS |
| Registration Number: | 832689 | SPENCER GIFTS |
| Registration Number: | 2341574 | SPIRIT |
| Registration Number: | 2341576 | SPIRIT |
| Registration Number: | 2353856 | SPIRIT HALLOWEEN SUPERSTORES |
| Registration Number: | 2582885 | SPIRIT PARTY & COSTUME |
| Registration Number: | 2281285 | STARDUST |
| Registration Number: | 770530 | SUNSET HOUSE |
| Registration Number: | 2178191 | THE SPENCERSONS |
| Registration Number: | 2174766 | THIS AIN'T NO LIBRARY CARD |
| Registration Number: | 2686244 | WILD 'N' CRAZY |
| Registration Number: | 2033510 | WILD 'N' CRAZY CARD |
| Serial Number: | 76130831 | BODY RAGE |
| Serial Number: | 76319307 | GROOVE TUBE |
| Serial Number: | 76366310 | HIDDEN ILLUSIONS |
| Serial Number: | 76383558 | HIDDEN ILLUSIONS |
| Serial Number: | 76307006 | NEUTRON |
| Serial Number: | 76453450 | THE DEVIL MADE ME DO IT |
| Serial Number: | 76295365 | WORLD'S HALLOWEEN HEADQUARTERS |
| Registration Number: | 2600486 | BODY RAGE |
| Serial Number: | 75841754 | 1-877-COSTUME |
| Serial Number: | 76115471 | GLOW |

| | | |
|----------------|----------|---------------------|
| Serial Number: | 75853099 | HIDDEN ASSETS |
| Serial Number: | 76364935 | SERENGETI CLASSICS |
| Serial Number: | 75841587 | SPIRITHALLOWEEN.COM |
| Serial Number: | 76155386 | WILD N' CRAZY |

CORRESPONDENCE DATA

Fax Number: (703)415-1557
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 703-415-1555
Email: mail@specializedpatent.com
Correspondent Name: Christopher E. Kondracki
Address Line 1: 2001 Jefferson Davis, Hwy., Suite 1007
Address Line 4: Arlington, VIRGINIA 22202

| | |
|-------------------------|----------------------------|
| ATTORNEY DOCKET NUMBER: | 7090803 |
| NAME OF SUBMITTER: | Christopher E. Kondracki |
| Signature: | /Christopher E. Kondracki/ |
| Date: | 10/09/2007 |

Total Attachments: 18

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RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT

RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT is dated as of the 20th day of August 2007, by BANK OF AMERICA, N.A., a national banking association, as collateral agent (in such capacity, the "Collateral Agent") for the benefit of certain Secured Parties, with respect to that certain Intellectual Property Security Agreement, dated as of May 30, 2003 (the "IP Agreement") entered into among SPENCER GIFTS LLC, a Delaware limited liability company, and SPIRIT HALLOWEEN SUPERSTORES LLC, a Delaware limited liability company (each individually, "Grantor" and collectively, "Grantors"), and the Collateral Agent. Capitalized terms used herein and not defined herein shall have the meanings assigned to such terms in the IP Agreement

WHEREAS, pursuant to the IP Agreement, the Grantors granted to the Collateral Agent, a security interest in, and granted, assigned and conveyed to the Collateral Agent, by way of collateral security, each such Grantor's entire right, title and interest in and to, certain Copyrights, Copyright Licenses, Patents, Patent Licenses, Trademarks and Trademark Licenses, including, without limitation, the Copyrights, Copyright Licenses, Patents, Patent Licenses, Trademarks and Trademark Licenses set forth and described in Schedule A annexed hereto and made a part hereof (collectively, the "Intellectual Property");

WHEREAS, the IP Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on August 8, 2003, at Reel 002696 and Frame 0597; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby (i) terminates and releases the IP Agreement and discharges the Collateral Agent's security interest in the Intellectual Property; and (ii) assigns and transfers to the applicable Grantor, without any representation, warranty or recourse of any kind, all of the Collateral Agent's right, title and interest in and to the Intellectual Property, effective as of the date set forth above.

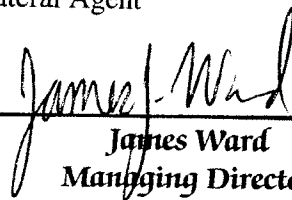
IN WITNESS WHEREOF, the Collateral Agent has duly executed this RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT as of the date first above written.

BANK OF AMERICA, N.A.,
as Collateral Agent

By: _____

Name:

Title:



James Ward

Managing Director

Bank of America, N.A.

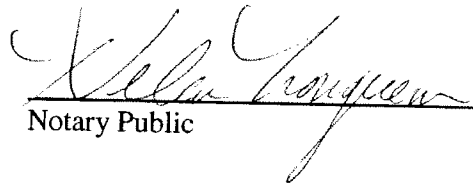
TRADEMARK

REEL: 003636 FRAME: 0520

COMMONWEALTH OF MASSACHUSETTS)
) SS.
COUNTY OF SUFFOLK)

I, a notary public, in and for the county and state aforesaid, do hereby certify that James J. Ward, personally known to me to be the Managing Director of Bank of America, N.A., appeared before me this day in person and acknowledged that (s)he signed the above and foregoing instrument as his/her free and voluntary act and as the free and voluntary act of said corporation pursuant to authority granted to him/her by the governing body of said corporation for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and notary seal this 20th day of August, 2007.


Notary Public

My commission expires: 4/27/2011

SCHEDULE A

See attached

EXHIBIT A

COPYRIGHTS

NONE

COPYRIGHT LICENSE AGREEMENTS

1. Master Merchandising License Agreement between Universal Studios Licensing LLLP (f/k/a Universal Studios Licensing, Inc.) and Spencer Gifts, Inc. dated March 12, 1997 and certain Schedules attached thereto.
2. Merchandising License Agreement between Spencer Gifts, LLC and Kiss Catalog Ltd. dated August 22, 2002, as amended by Amendment No. 1 to Merchandising Agreement dated December 18, 2002.
3. License Agreement between Spencer Gifts LLC and Giant Merchandising dated September 20, 2002.
4. Merchandise License between Spencer Gifts, Inc., Ultra Muchos, Inc., River City Films, Inc., and New Line Productions, Inc. dated November 15, 1999, as amended by the Merchandise License Amendment Agreement dated November 14, 2001.
5. Merchandise License between Spencer Gifts, Inc., Ultra Muchos, Inc., River City Films, Inc., and New Line Productions, Inc. dated December 2, 1999, as amended by the Merchandise License Amendment Agreement dated November 14, 2001.
6. Licensor Agreement between Spencer Gifts, Inc. and Enteraktion, Inc. dated July 28, 1997, as amended by Amendment to Exhibit A dated July 19, 2000, and as amended by a letter dated May 9, 2001 and approved May 21, 2001.
7. Merchandise License Agreement between Spencer Gifts, Inc. and MTV Networks, a division of Viacom International Inc. dated June 1, 2001, as amended by a letter dated April 30, 2002, and as amended by a letter dated December 27, 2001.
8. Retail License Agreement between Spencer Gifts, Inc. and Warner Bros. Consumer Products, a Division of Time Warner Entertainment Company, L.P., dated September 6, 2002.
9. Licensing Agreement – Domestic between Spencer Gifts, Inc. and Hearst Holdings, Inc., King Features Syndicate Division, dated December 16, 1998, as amended.

10. Licensing Agreement – Domestic between Spencer Gifts, Inc. and Hearst Holdings, Inc., King Features Syndicate Division, dated July 17, 1997, as amended.
11. Merchandising License Agreement between Spencer Gifts LLC and New Line Productions, Inc. dated April 10, 2002.
12. Merchandising License Agreement between Spencer Gifts, Inc. and New Line Productions, Inc. dated November 15, 1999, as amended by Amended Agreement dated November 15, 2001.
13. Merchandising License Agreement between Spencer Gifts LLC and New Line Productions, Inc. dated February 27, 2001.
14. Intellectual Property License Agreement between Spencer Gifts LLC and Bliss House, Inc. dated May 10, 2002.
15. Trademark & Merchandise License Agreement between Spencer Gifts, Inc. and Jack Daniel's Properties, Inc. dated September 1, 2001, as amended by First Amendment to the Trademark & Merchandise License Agreement dated October 1, 2002.
16. License Agreement among the Coca-Cola Company, Coca-Cola Ltd. and Spencer Gifts, Inc. dated January 1, 2002, and amended by letter agreement dated as of April 3, 2003.
17. Merchandising License Agreement between Spencer Gifts LLC and Tom Arma Studio, Inc. dated January 1, 2003.

EXHIBIT B

PATENTS

Spencer intends to apply for intellectual property protection for the trade name, logo, and design of "Molten Motion Wax Lamp."

PATENT LICENSE AGREEMENTS

NONE

EXHIBIT C

TRADEMARKS, SERVICE MARKS AND TRADEMARK LICENSE AGREEMENTS

1. Please see attached list of trademarks under Part I.
2. Please see the attached list of domain names under Part II.
 - Some of the domain names on the attached list are currently registered in the name of Universal Studios, Inc., "DNS Admin," "Domain Administrator," Mike Short, or Eastwind Group and will be assigned to Spencer or one of the Subsidiaries by the applicable registrant prior to the Effective Time in connection with consummation of the transactions contemplated by the Agreement.
 - The designation of "Contact Not Authoritative" under the registrant column for some domain names is a temporary notice in the Register.com who is system as a result of the transfer of the .org TLDs to another registry. Spencer is in the process of confirming that Spencer Gifts LLC is the registrant of these domain names.
 - Spencer or a Subsidiary is not the registrant for all of the domain names, although the status of the transfer of each domain name is noted.
 - Spencer or a Subsidiary does not own the domain name "dapy.com," which is currently registered to the Eastwind Group. Spencer is in the process of contacting the Eastwind Group to discuss transferring the domain name.
3. Please see the attached list of trademark license agreements under Part III.
4. Spencer intends to apply for intellectual property protection for the trade name, logo and design of "Molten Motion Wax Lamp."

PART I – TRADEMARKS

(Please see attached)

Spencer Gifts LLC
Trademarks

| Trademark Name | Classes | Country | Status | Serial No. | Reg. Date | Reg. No. | Exp. Date |
|---------------------------------|----------------------------------------|----------------|---------------|------------|------------|----------|------------|
| 1-877-Costume | 35 | United States | Abandoned | 75841754 | | | |
| A-22 The Best of Everything | 42 | United States | Registered | 73513157 | 4/11/1986 | 1388630 | 4/11/2006 |
| Aurora | 11 | United States | Registered | 75516876 | 10/26/1999 | 2288829 | 10/25/2009 |
| Body Rage | 014; 035 | United States | Registered | 76167809 | 7/30/2002 | 2600486 | 7/30/2012 |
| Body Rage | 9 | United States | Intent to Use | 76130831 | | | |
| Cinema Screams | 20 | United States | Registered | 76276580 | 6/25/2002 | 2585092 | 6/25/2012 |
| Daisy | 11 | United States | Registered | 76191366 | 5/21/2002 | 2572359 | 5/21/2012 |
| Dapy | 35 | Australia | Registered | | 11/23/1998 | 779140 | 11/23/2008 |
| Dapy | | Canada | Registered | 827284 | 8/24/1999 | 514986 | 8/24/2014 |
| Dapy | 35 | New Zealand | Registered | | 11/30/1998 | 302032 | 11/30/2005 |
| Dapy | 016; 025; 028 | United Kingdom | Registered | 2182310 | 11/17/1998 | 2182310 | 11/17/2006 |
| Dapy | 35 | United Kingdom | Registered | 2248914 | 3/16/2001 | 2248914 | 10/16/2010 |
| Dapy and Design | 42 | United States | Registered | 74157140 | 5/26/1992 | 1689438 | 5/26/2012 |
| Forbidden Pleasures | 35 | United States | Registered | 76115078 | 6/18/2002 | 2583531 | 6/18/2012 |
| Fright Stuff | 10 | United States | Registered | 75152264 | 7/22/1997 | 2081567 | 7/22/2007 |
| Fright Stuff and Design | 003; 009; 028 | United States | Registered | 75194584 | 12/23/1997 | 2123409 | 12/23/2007 |
| Glow | 25 | United States | Registered | 73717876 | 12/27/1988 | 1518073 | 12/27/2008 |
| Glow | 35 | United Kingdom | Registered | 2248911 | 3/16/2001 | 2248911 | 10/16/2010 |
| Glow - Exclamation Point Design | 042; 028; 016; 011; 009; 026 | United States | Registered | 75192434 | 12/9/1997 | 2120842 | 12/9/2007 |
| Glow and Design | 35 | United States | Registered | 75143139 | 11/17/1998 | 2204299 | 11/17/2008 |
| Glow and Design | 35 | Australia | Registered | | 11/23/1998 | 779143 | 11/23/2008 |
| Glow and Design | | Canada | Registered | 861964 | 3/24/1999 | 509875 | 3/24/2014 |
| Glow and Design | | European CTM | Registered | | 2/21/2001 | 994244 | 11/17/2008 |
| Glow and Design | 35 | New Zealand | Registered | | 5/28/1999 | 302031 | 11/30/2005 |
| Glow and Design | 35 | United States | Abandoned | 76115471 | | | |
| Glow and Design | 42 | United States | Registered | 75095451 | 9/23/1997 | 2100325 | 9/23/2007 |
| Gold Plus | 42 | United States | Registered | 73581094 | 10/28/1986 | 1415365 | 10/28/2006 |
| Groove Tube | 11 | United States | Pending | 76319307 | | | |
| Halloween Headquarters | 35 | United States | Registered | 75773918 | 3/12/2002 | 2547947 | 3/12/2012 |
| Hidden Assets | 25 | United States | Abandoned | 75853099 | | | |
| Hidden Illusions | | Canada | Pending | 1136927 | | | |
| Hidden Illusions | 003; 014; 025; 026 | United States | Intent to Use | | | | |
| Hidden Illusions | 003; 014; 016; 018; 020; 021; 025; 026 | United States | Pending | | | | |
| Hollywood Illusions and Design | 025; 026 | United States | Pending | | | | |
| Lumaserles | | United States | Registered | 74822449 | 9/10/1996 | 2000248 | 9/10/2006 |
| Lumaserles | | Canada | Registered | 846476 | 8/9/1999 | 514142 | 8/9/2014 |
| Megavoit | 011, 016, 020, 028 | United States | Registered | 75272499 | 3/21/1999 | 2227195 | 3/21/2009 |
| Neutron | 11 | United States | Registered | 76308256 | 3/11/2003 | 2694886 | 3/11/2013 |
| Neutron | | United States | Pending | 767307006 | | | |
| Serengell Classics | 001; 020; 021 | United States | Abandoned | 76364935 | | | |
| SG and Design | 42 | United States | Registered | 73667155 | 2/23/1988 | 1478090 | 2/23/2008 |
| Sparkles | 004; 021 | United States | Registered | 75683171 | 4/3/2001 | 2441512 | 4/3/2011 |
| Spencer Gifts | | Canada | Registered | 338654 | 4/10/1987 | 182764 | 4/10/2017 |
| Spencer Gifts | 35 | European CTM | Pending | 2439701 | | | |
| Spencer Gifts | 016, 025, 028 | European CTM | Registered | | 11/17/1998 | 984251 | 11/17/2008 |
| Spencer Gifts | 35 | ROC (Taiwan) | Pending | 90044131 | | | |
| Spencer Gifts | 035 | United States | Registered | 72276293 | 9/24/1968 | 857651 | 9/24/2008 |

Spencer Gifts LLC
Trademarks

| Trademark Name | Classes | Country | Status | Serial No. | Reg. Date | Reg. No. | Exp. Date |
|--------------------------------|---------------------|----------------|---------------|------------|------------|----------|------------|
| Spencer Gifts | 42 | United States | Registered | 72280623 | 7/25/1967 | 832689 | 7/25/2007 |
| Spencer Gifts and Design | 35 | Australia | Registered | | 5/30/2000 | 837067 | 5/30/2010 |
| Spencer Gifts and Design | 35 | Ireland | Registered | 220456 | 12/28/2000 | 220456 | 12/27/2010 |
| Spencer Gifts and Leaf Design | | Canada | Pending | 1096168 | | | |
| Spencer Gifts Logo | 35 | New Zealand | Registered | | 11/30/1998 | 302033 | 11/30/2005 |
| Spencer Gifts UK and Design | 35 | United Kingdom | Registered | 2261901 | 8/24/2001 | 2261901 | 2/20/2011 |
| Spirit | 35 | United States | Registered | 75776163 | 4/11/2000 | 2341574 | 4/11/2010 |
| Spirit and Design | 35 | United States | Registered | 75776555 | 4/11/2000 | 2341576 | 4/11/2010 |
| Spirit Halloween Superstores | 35 | United States | Registered | 75778245 | 5/30/2000 | 2353856 | 5/30/2010 |
| Spirit Party & Costume | 35 | United States | Registered | 75773919 | 6/18/2002 | 2582885 | 6/18/2012 |
| Spirithalloween.com | 35 | United States | Abandoned | 75841587 | | | |
| Stardust | 11 | | | | | | |
| Sunset House and Design | 35 | United States | Registered | 75517100 | 9/28/1999 | 2281285 | 9/28/2009 |
| The Devil Made Me Do It | 11; 20; 21; 25; 28; | United States | Registered | 72167661 | 5/26/1984 | 770530 | 5/26/2004 |
| The Spencersons | 35 | United States | Intent to Use | 78453450 | | | |
| This Ain't No Library Card | | United States | Registered | 76281812 | 8/4/1998 | 2178191 | 8/4/2008 |
| This Ain't No Library Card | 35 | Canada | Registered | 850795 | 8/13/1998 | 516180 | 9/13/2014 |
| Wild 'N' Crazy Card | 035; 036 | United States | Registered | 75290811 | 7/21/1998 | 2174766 | 7/21/2008 |
| Wild 'N' Crazy | | United Kingdom | Registered | 2218970 | 1/7/2000 | 2218970 | 1/7/2010 |
| Wild 'N' Crazy | | Canada | Pending | 1102541 | | | |
| Wild 'N' Crazy | 35 | United Kingdom | Registered | 2289905 | 5/11/2001 | 2289905 | 5/11/2011 |
| Wild 'N' Crazy | 35 | United States | Registered | 76398176 | 2/11/2003 | 2686244 | 2/11/2013 |
| Wild 'N' Crazy Card | | Canada | Registered | 849711 | 2/15/1999 | 508080 | 2/15/2014 |
| Wild 'N' Crazy Card | 42 | United States | Registered | 74723392 | 1/28/1997 | 2033510 | 1/28/2007 |
| Wild 'N' Crazy | 35 | United States | Abandoned | 76155386 | | | |
| World's Halloween Headquarters | | Canada | Pending | 1118957 | | | |
| World's Halloween Headquarters | 35 | United Kingdom | Registered | 2282744 | 7/5/2002 | 2282744 | 10/10/2011 |
| World's Halloween Headquarters | 35 | United States | Pending | 76295365 | | | |

PART II – DOMAIN NAMES

(Please see attached)

Universal Studios - Domain Names to be transferred to Spencer Gifts LLC - Status Chart

| A | B | C | D | E | F | G | H | I | J |
|-------------|-------------------------|---------------------|------------|-------------------|-----------------|-------------------|--------------|-----------------|-------|
| Domain Name | Country | Company | Status | Registrant | Registrar | Registration Date | Renewal Date | Expired/Updated | Notes |
| 1 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Domain Discover | 6/19/00 | 6/19/03 | Y | |
| 2 | Cocos (Keeling) Islands | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | eNIC for .cc | 9/6/01 | 7/4/03 | Y | |
| 3 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | (NSI) | 5/27/98 | 5/27/03 | Y | |
| 4 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | (NSI) | 9/14/99 | 9/14/03 | Y | |
| 5 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | (NSI) | 3/21/01 | 3/21/03 | Y | |
| 6 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | (NSI) | 3/21/01 | 3/21/03 | Y | |
| 7 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | (NSI) | 2/21/95 | 2/22/03 | Y | |
| 8 | USA | Spencer Gifts | Registered | Spencer Gifts LLC | (NSI) | 5/18/99 | 5/18/03 | Y | |
| 9 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | (NSI) | 9/16/99 | 9/16/03 | Y | |
| 10 | USA | Spencer Gifts | Registered | Spencer Gifts LLC | (NSI) | 9/16/99 | 9/16/03 | Y | |
| 11 | USA | Spencer Gifts | Registered | Spencer Gifts LLC | (NSI) | 1/29/00 | 1/29/04 | Y | |
| 12 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | (NSI) | 9/8/98 | 9/8/03 | Y | |
| 13 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | (NSI) | 9/8/98 | 9/8/03 | Y | |
| 14 | USA | Spencer Gifts | Registered | Spencer Gifts LLC | (NSI) | 8/15/97 | 8/16/03 | Y | |

| A | B | C | D | E | F | G | H | I | J |
|-------------|----------------|---------------------|------------|-----------------------------------|--------------|-------------------|--------------|---------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Domain Name | Country | Company | Status | Registrant | Registrar | Registration Date | Renewal Date | Transferred/Updated | Notes |
| 1 | | Spencer Gifts, Inc. | Registered | Mary Parish - Spencer Gifts, Inc. | Register.com | 10/10/00 | 10/10/03 | Y | 1/28/03 - After several requests, finally put into Register.Com website acct. Login / password "spencerdomains" / "changeme." 2/2003 - Registrant and admin contact is Mary Parish at Spencer Gifts, Inc. which is outdated. 4/2003--xfer letters to be prepared by both parties. 5/5/03--Per Chris Ross at Reg.Com, xfer ltr not needed. He'll update Reg.Com database which will generate .tv Whois page. 5/12/03-- Reg.Com is having tech problems and will keep me updated. 5/16/03--D.Perry & C. Ross at Reg.Com sent letter to be prepared on SGI letterhead to update registration. 5/20/03--Anne can't sign on SG letterhead anymore so I sent letter to MTO to forward to SG. SG can submit on their letterhead. 5/21/03 - SG submitted via fax on letterhead. |
| 15 | United Kingdom | Spencer Gifts | Registered | Spencer Gifts LLC | Register.Com | 11/1/99 | | Y | |
| 16 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 11/19/04 | Y | |
| 17 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 11/19/04 | Y | |
| 18 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 11/19/04 | Y | |
| 19 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 11/19/04 | Y | |
| 20 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 11/19/04 | Y | |
| 21 | United Kingdom | Spencer Gifts | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 11/19/04 | Y | |
| 22 | United Kingdom | Spencer Gifts | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 11/19/04 | Y | |
| 23 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 11/19/04 | Y | |
| 24 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 11/19/04 | Y | |
| 25 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 11/19/04 | Y | |

| A | B | C | D | E | F | G | H | I | J |
|-------------|----------------|---------------------|------------|-------------------------|-------------------|--------------|----------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|
| Domain Name | Country | Company | Status | Registrar | Registration Date | Renewal Date | Updated | Notes | |
| 1 | United Kingdom | Spencer Gifts, Inc. | Registered | Universal Studios, Inc. | Register.com | 10/10/00 | 11/19/04 | 11/25/02--in Register.Com website account. Login / password - "spencerdomaina" "changeme." 1/28/03--mallin me documentation from Nominet. Needs to be completed by both parties an mailed back to Register.Com 5/12/03--Reg.Com didn't sen xfer form. Faxed Nominet UI directly for form. Needs to be completed by both parties. 5/22/03--Xfer Form and Lette completed and sent to Nominet. | |
| 26 | United Kingdom | Spencer Gifts | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 11/19/04 | | |
| 27 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 11/19/04 | | |
| 28 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 11/19/04 | | |
| 29 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 11/19/04 | | |
| 30 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 11/19/04 | | |
| 31 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 11/19/04 | | |
| 32 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 11/19/04 | | |
| 33 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 11/19/04 | | |
| 34 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 11/19/04 | | |
| 35 | United Kingdom | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 10/10/03 | | |
| 36 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | | |
| 37 | USA | Spencer Gifts | Registered | Spencer Gifts LLC | Register.Com | 11/19/01 | 11/18/03 | | |
| 38 | USA | Spencer Gifts | Registered | Spencer Gifts LLC | Register.com | 9/20/01 | 9/20/03 | | |
| 39 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | | |
| 40 | USA | Spencer Gifts | Registered | Spencer Gifts LLC | Register.com | 5/2/02 | 5/2/04 | | |
| 41 | USA | Spencer Gifts | Registered | Spencer Gifts LLC | Register.com | 5/2/02 | 5/2/04 | | |
| 42 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | | |
| 43 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | | |
| 44 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | | |
| 45 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | | |

Universal Studios - Domain Names to be transferred to Spencer Gifts LLC - Status Chart

| A | B | C | D | E | F | G | H | I | J |
|-------------|-------------------------|---------------------|------------|-------------------------------|-------------------------------|-------------------|--------------|-----------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Domain Name | Country | Company | Status | Registrant | Registrar | Registration Date | Renewal Date | Renewed/Updated | Notes |
| 1 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 10/10/03 | Y | |
| 46 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 10/10/03 | Y | |
| 47 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 10/10/03 | Y | |
| 48 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 49 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 50 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 51 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 52 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 53 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 54 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 55 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 56 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 57 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 58 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 59 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 60 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 61 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 62 | USA | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/12/00 | 10/10/03 | Y | |
| 63 | Western Samoa | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 3/28/01 | 3/26/04 | Y | |
| 64 | Western Samoa | Spencer Gifts, Inc. | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 1/29/05 | Y | |
| 65 | USA | Spencer Gifts | Registered | Spencer Gifts LLC | Register.com | 10/10/00 | 10/10/03 | Y | |
| 66 | Cocos (Keeling) Islands | Spencer Gifts, Inc. | Registered | Laura Bay - Universal Studios | Register.Com and eNIC for .cc | 4/6/01 | 4/6/03 | | 11/15/2002 & 1/14/03 - Register.Com processing. 1/28/03 - Not done. Not renewed despite requests. 4/2003 - Letters on letterhead to be completed by both parties. 5/2/03 - Draft ltr to S.G.I. |
| 67 | USA | Spencer Gifts | Registered | Mike Short (UK) | Schlund + (Germany) | 6/24/02 | 6/24/03 | | 5/20/03 - Transfer accepted by administrative contact; approval forthcoming. |
| 68 | USA | Spencer Gifts | Registered | Mike Short (UK) | Schlund + (Germany) | 6/24/02 | 6/24/03 | | 5/20/03 - Transfer accepted by administrative contact; approval forthcoming. |

TRADEMARK
REEL: 003636 FRAME: 0534

PART III - TRADEMARK LICENSE AGREEMENTS

1. Master Merchandising License Agreement between Universal Studios Licensing LLLP (f/k/a Universal Studios Licensing, Inc.) and Spencer Gifts, Inc. dated March 12, 1997 and certain Schedules attached thereto.
2. Merchandising License Agreement between Spencer Gifts, LLC and Kiss Catalog Ltd. dated August 22, 2002, as amended by Amendment No. 1 to Merchandising Agreement dated December 18, 2002.
3. License Agreement between Spencer Gifts LLC and Giant Merchandising dated September 20, 2002.
4. Merchandise License between Spencer Gifts, Inc., Ultra Muchos, Inc., River City Films, Inc., and New Line Productions, Inc. dated November 15, 1999, as amended by the Merchandise License Amendment Agreement dated November 14, 2001.
5. Merchandise License between Spencer Gifts, Inc., Ultra Muchos, Inc., River City Films, Inc., and New Line Productions, Inc. dated December 2, 1999, as amended by the Merchandise License Amendment Agreement dated November 14, 2001.
6. Licensor Agreement between Spencer Gifts, Inc. and Enteraktion, Inc. dated July 28, 1997, as amended by Amendment to Exhibit A dated July 19, 2000, and as amended by a letter dated May 9, 2001 and approved May 21, 2001.
7. Merchandise License Agreement between Spencer Gifts, Inc. and MTV Networks, a division of Viacom International Inc. dated June 1, 2001, as amended by a letter dated April 30, 2002, and as amended by a letter dated December 27, 2001.
8. Merchandising License Agreement between Spencer Gifts LLC and Twentieth Century Fox Licensing and Merchandising, a unit of News America Incorporated, dated May 1, 1998, as amended by Amendment No. 1 dated August 12, 1999, Amendment No. 2 dated November 1, 1999, Amendment No. 3, March 19, 2001, and Amendment No. 4 dated October 15, 2002.
9. Retail License Agreement between Spencer Gifts, Inc. and Warner Bros. Consumer Products, a Division of Time Warner Entertainment Company, L.P., dated September 6, 2002.
10. Licensing Agreement – Domestic between Spencer Gifts, Inc. and Hearst Holdings, Inc., King Features Syndicate Division, dated December 16, 1998, as amended.
11. Licensing Agreement – Domestic between Spencer Gifts, Inc. and Hearst Holdings, Inc., King Features Syndicate Division, dated July 17, 1997, as amended.

12. Merchandising License Agreement between Spencer Gifts LLC and New Line Productions, Inc. dated April 10, 2002.
13. Merchandising License Agreement between Spencer Gifts, Inc. and New Line Productions, Inc. dated November 15, 1999, as amended by Amended Agreement dated November 15, 2001.
14. Merchandising License Agreement between Spencer Gifts LLC and New Line Productions, Inc. dated February 27, 2001.
15. Intellectual Property License Agreement between Spencer Gifts LLC and Bliss House, Inc. dated May 10, 2002.
16. Trademark & Merchandise License Agreement between Spencer Gifts, Inc. and Jack Daniel's Properties, Inc. dated September 1, 2001, as amended by First Amendment to the Trademark & Merchandise License Agreement dated October 1, 2002.
17. License Agreement among the Coca-Cola Company, Coca-Cola Ltd. and Spencer Gifts, Inc. dated January 1, 2002, and amended by letter agreement dated as of April 13, 2003.
18. Merchandising License Agreement between Spencer Gifts LLC and Tom Arma Studio, Inc. dated January 1, 2003.
19. License Agreement between Spencer Gifts and Playboy Enterprises International, Inc. dated November 14, 2002.