

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                   |
|-----------------------|-------------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT    |
| NATURE OF CONVEYANCE: | SECURITY INTEREST |

**CONVEYING PARTY DATA**

| Name                       | Formerly | Execution Date | Entity Type                |
|----------------------------|----------|----------------|----------------------------|
| LEAPFROG ENTERPRISES, INC. |          | 08/28/2008     | CORPORATION:               |
| LFC VENTURES, LLC          |          | 08/28/2008     | LIMITED LIABILITY COMPANY: |

**RECEIVING PARTY DATA**

|                 |                                 |
|-----------------|---------------------------------|
| Name:           | BANK OF AMERICA, N.A.           |
| Street Address: | 55 South Lake Avenue, Suite 900 |
| City:           | PASADENA                        |
| State/Country:  | CALIFORNIA                      |
| Postal Code:    | 91101                           |
| Entity Type:    | NATIONAL ASSOCIATION:           |

**PROPERTY NUMBERS Total: 149**

| Property Type        | Number   | Word Mark                          |
|----------------------|----------|------------------------------------|
| Registration Number: | 2767819  | ABOVE & BEYOND                     |
| Registration Number: | 2713766  | ALPHABET PAL                       |
| Registration Number: | 3399999  | BIG LEAP                           |
| Registration Number: | 2940696  |                                    |
| Registration Number: | 3354216  | BRIGHTLINGS                        |
| Registration Number: | 3369925  | BRIGHTLINGS A LEARNING CELEBRATION |
| Registration Number: | 3392416  | CLICK START                        |
| Registration Number: | 3389453  | CLICK START                        |
| Registration Number: | 2980917  | COUNTING PAL                       |
| Serial Number:       | 77362964 | CRAMMER                            |
| Serial Number:       | 77362943 | CRAMMER                            |
| Serial Number:       | 77345166 | DIDJ                               |
| Serial Number:       | 77297825 | DIDJ                               |

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|                      |          |                          |
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| Serial Number:       | 77297816 | DIDJ                     |
| Serial Number:       | 77358113 | DIDJIVERSE               |
| Registration Number: | 2861535  | DREAMSCAPES              |
| Registration Number: | 2716094  | FAMILYEDGE               |
| Registration Number: | 2849562  | FLASH MAGIC              |
| Registration Number: | 2406699  | FLASH MAGIC              |
| Registration Number: | 3194995  | FLY                      |
| Registration Number: | 3194994  | FLY                      |
| Registration Number: | 3199525  | FLY                      |
| Registration Number: | 3269348  | FLY                      |
| Registration Number: | 3195044  | FLY FRIENDS              |
| Registration Number: | 3414999  | FLY FUSION               |
| Registration Number: | 3419083  | FLY FUSION               |
| Registration Number: | 3204465  |                          |
| Registration Number: | 3213984  |                          |
| Registration Number: | 3423511  |                          |
| Serial Number:       | 77314002 | FLY QUAD                 |
| Serial Number:       | 77324138 | FLY QUAD                 |
| Registration Number: | 3336109  | FLY THROUGH              |
| Registration Number: | 3199585  | FLYBALL                  |
| Registration Number: | 3211862  | FLYCON                   |
| Registration Number: | 3195043  | FLYSTYLE                 |
| Registration Number: | 3149898  | FLYWARE                  |
| Registration Number: | 3030340  | FRIDGE FARM              |
| Registration Number: | 2880309  | FRIDGE PHONICS           |
| Registration Number: | 2566212  | FROM ASSESS TO SUCCESS   |
| Registration Number: | 3216197  | GIVE YOUR BABY THE WORLD |
| Registration Number: | 2671738  |                          |
| Registration Number: | 2675623  | GRANDPARENTSEdge         |
| Registration Number: | 2860808  | GREAT READER             |
| Registration Number: | 2300772  | HUG & LEARN              |
| Registration Number: | 2717929  | IQUEST                   |
| Registration Number: | 2863195  | LANGUAGE FIRST!          |
| Registration Number: | 3137989  | LANGUAGE FIRST!          |
| Registration Number: | 2798129  | LEAP                     |

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| Registration Number: | 3002551  | LEAP FROG               |
| Registration Number: | 3412903  | LEAP FROG               |
| Serial Number:       | 77357479 | LEAP FROG               |
| Serial Number:       | 77326193 | LEAP FROG LEARNING PATH |
| Registration Number: | 2671162  | LEAP FROG LEARNING POND |
| Registration Number: | 2745489  | LEAP FROG PONDS         |
| Registration Number: | 2649099  | LEAP PARENT             |
| Registration Number: | 3187854  | LEAP STAGES             |
| Registration Number: | 2448032  | LEAPFROG                |
| Registration Number: | 2534369  | LEAPFROG                |
| Registration Number: | 2264123  | LEAPFROG                |
| Registration Number: | 2534370  | LEAPFROG                |
| Registration Number: | 2745425  | LEAPFROG                |
| Registration Number: | 2534368  | LEAPFROG                |
| Registration Number: | 3353167  | LEAPFROG                |
| Registration Number: | 2120195  | LEAPFROG                |
| Registration Number: | 2804959  | LEAPFROG                |
| Registration Number: | 2635552  | LEAPFROG                |
| Registration Number: | 2211682  | LEAPFROG                |
| Registration Number: | 2534367  | LEAPFROG                |
| Registration Number: | 2890005  | LEAPFROG                |
| Serial Number:       | 78561492 | LEAPFROG                |
| Serial Number:       | 78561491 | LEAPFROG                |
| Serial Number:       | 78561489 | LEAPFROG                |
| Serial Number:       | 78624758 | LEAPFROG                |
| Serial Number:       | 78656487 | LEAPFROG                |
| Serial Number:       | 78952797 | LEAPFROG                |
| Registration Number: | 2169827  | LEAP FROG               |
| Registration Number: | 2284485  | LEAP FROG               |
| Registration Number: | 2726463  | LEAP FROG               |
| Serial Number:       | 78509843 | LEAPFROG BABY           |
| Serial Number:       | 78213627 | LEAPFROG INTERACTIVE    |
| Registration Number: | 2869873  | LEAPFROG SCHOOLHOUSE    |
| Registration Number: | 2655678  | LEAPFROG SCHOOLHOUSE    |
| Registration Number: | 3016568  | LEAPFROG SCHOOLHOUSE    |

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| Serial Number:       | 78480966 |                                   |
| Serial Number:       | 77002464 |                                   |
| Registration Number: | 2566149  | LEAPLINK                          |
| Registration Number: | 2973143  | LEAPPAD                           |
| Registration Number: | 2491192  | LEAPPAD                           |
| Serial Number:       | 78370181 | LEAPPEN                           |
| Registration Number: | 2573256  | LEAP'S PHONICS POND               |
| Registration Number: | 2847957  | LEAP'S POND                       |
| Registration Number: | 3363247  | LEAPSTAGES                        |
| Registration Number: | 2825828  | LEAPSTART                         |
| Registration Number: | 3030048  | LEAPSTER                          |
| Registration Number: | 3163773  | LEAPSTER L-MAX                    |
| Registration Number: | 3172250  | LEAPSTER L-MAX                    |
| Registration Number: | 2703184  | LEAPTRACK                         |
| Registration Number: | 2782719  | LEAPTRACK                         |
| Registration Number: | 3216243  | LEARN & GROOVE                    |
| Registration Number: | 2699680  | LEARN SOMETHING NEW EVERY DAY     |
| Registration Number: | 2821548  | LEARN SOMETHING NEW EVERY DAY     |
| Registration Number: | 2867250  | LEARN SOMETHING NEW EVERY DAY     |
| Registration Number: | 2819801  | LEARN YOUR WAY THROUGH MUSIC PLAY |
| Registration Number: | 3184405  | LEARNING BAND                     |
| Registration Number: | 2769363  | LEARNING FRIEND                   |
| Registration Number: | 3265973  | LEARNING FRIENDS                  |
| Registration Number: | 2978508  | LEARNING SCREEN                   |
| Registration Number: | 3266286  | LEARNING TOWN                     |
| Registration Number: | 3314599  | LEARNING TOWN                     |
| Registration Number: | 3353172  | LETTER FACTORY                    |
| Registration Number: | 2294754  | LITTLE LEAP                       |
| Registration Number: | 3331767  | LITTLE LEAPS                      |
| Registration Number: | 2958046  | LITTLETOUCH                       |
| Serial Number:       | 78561517 | LIVE ON THE FLY                   |
| Registration Number: | 3218677  | LULU THE LETTER-SPINNING SPIDER   |
| Registration Number: | 3330633  | MATH CIRCUS                       |
| Registration Number: | 2944907  | MIND MANIA                        |
| Registration Number: | 2650442  | MIND STATION                      |

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| Registration Number: | 3230507  | MIND WARS                        |
| Registration Number: | 2727544  | MINDLINK                         |
| Registration Number: | 2903165  |                                  |
| Registration Number: | 2903166  |                                  |
| Registration Number: | 2523546  | MY FAMILY AT A GLANCE            |
| Registration Number: | 3146479  | MY OWN LEARNING LEAP             |
| Registration Number: | 2153155  | NEARTOUCH                        |
| Registration Number: | 2658998  | NEVER-ENDING LEARNING            |
| Registration Number: | 2695399  | ODYSSEY                          |
| Serial Number:       | 77030441 | PENSAR ES CRECER                 |
| Registration Number: | 2206377  | PHONICS BUS                      |
| Registration Number: | 2206378  | PHONICS DESK                     |
| Registration Number: | 2119426  | PHONICS TRAVELER                 |
| Registration Number: | 3225748  | PLAY ANYWHERE..LEARN EVERYWHERE! |
| Registration Number: | 3199443  | PRESS & LEARN                    |
| Registration Number: | 2705238  | QUANTUM LEAP                     |
| Registration Number: | 2751193  | QUANTUM PAD                      |
| Registration Number: | 2947709  | READY, SET, LEAP                 |
| Registration Number: | 2856919  | ROLL & RHYME                     |
| Serial Number:       | 77357470 | SEE THE LEARNING                 |
| Registration Number: | 2759958  | STORYBLOCK                       |
| Serial Number:       | 77316437 | TAG                              |
| Registration Number: | 3269492  | TAKE LEARNING TO THE MAX!        |
| Registration Number: | 3340902  | TALKING WORDS FACTORY            |
| Registration Number: | 2455717  | THINK & GO                       |
| Registration Number: | 3165998  | TOUCH & TUG                      |
| Registration Number: | 2534765  | TURBO TWIST                      |
| Registration Number: | 2453490  | TWIST & SHOUT                    |
| Registration Number: | 3276305  | UNLOCKING LEARNING POTENTIAL     |
| Registration Number: | 3389407  | UNLOCKING LEARNING POTENTIAL     |
| Serial Number:       | 77062062 | WORD LAUNCH                      |

CORRESPONDENCE DATA

Fax Number: (646)848-4455

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

**TRADEMARK**  
**REEL: 003851 FRAME: 0182**

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Email: jlik@shearman.com  
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Address Line 1: 599 Lexington Avenue  
Address Line 2: Shearman & Sterling LLP  
Address Line 4: New York, NEW YORK 10022

|                         |                 |
|-------------------------|-----------------|
| ATTORNEY DOCKET NUMBER: | 676/176         |
| NAME OF SUBMITTER:      | SHARON HERMAN   |
| Signature:              | /SHARON HERMAN/ |
| Date:                   | 09/04/2008      |

**Total Attachments: 80**

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INTELLECTUAL PROPERTY SECURITY AGREEMENT

This INTELLECTUAL PROPERTY SECURITY AGREEMENT (as amended, amended and restated, supplemented or otherwise modified from time to time, the "*IP Security Agreement*") dated August 28, 2008, is made by the Persons listed on the signature pages hereof (collectively, the "*Grantors*") in favor of Bank of America, N.A. ("*BofA*"), as collateral agent (the "*Collateral Agent*") for the Agent and the Lenders (each as defined in the Credit Agreement referred to below).

WHEREAS, LeapFrog Enterprises, Inc., a Delaware corporation, has entered into a Credit Agreement dated as of November 8, 2005 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "*Credit Agreement*"), with Bank of America, N.A., as Agent, and the Lenders party thereto. Terms defined in the Credit Agreement and not otherwise defined herein are used herein as defined in the Credit Agreement.

WHEREAS, as a condition precedent to the making of Loans and the issuance of Letters of Credit by the Lenders under the Credit Agreement, each Grantor has executed and delivered that certain Security Agreement dated November 8, 2005 made by the Grantors to the Agent (as amended, amended and restated, supplemented or otherwise modified from time to time, the "*Security Agreement*").

WHEREAS, under the terms of the Security Agreement, the Grantors have granted to the Agent, for the ratable benefit of the Agent and the Lenders, a security interest in, among other property, certain intellectual property of the Grantors, and have agreed as a condition thereof to execute this IP Security Agreement for recording with the U.S. Patent and Trademark Office, the United States Copyright Office and other governmental authorities.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor agrees as follows:

SECTION 1. Grant of Security. Each Grantor hereby grants to the Collateral Agent for the ratable benefit of the Secured Parties a security interest in all of such Grantor's right, title and interest in and to the following (the "*Collateral*"):

(i) the patents and patent applications set forth in Schedule A hereto (the "*Patents*");

(ii) the trademark and service mark registrations and applications set forth in Schedule B hereto (provided that no security interest shall be granted in United States intent-to-use trademark applications to the extent that, and solely during the period in which, the grant of a security interest therein would impair the validity or enforceability of such intent-to-use trademark applications under applicable federal law), together with the goodwill symbolized thereby (the "*Trademarks*");

(iii) all copyrights, whether registered or unregistered, now owned or hereafter acquired by such Grantor, including, without limitation, the copyright registrations and applications and exclusive copyright licenses set forth in Schedule C hereto (the "*Copyrights*");



(iv) all reissues, divisions, continuations, continuations-in-part, extensions, renewals and reexaminations of any of the foregoing, all rights in the foregoing provided by international treaties or conventions, all rights corresponding thereto throughout the world and all other rights of any kind whatsoever of such Grantor accruing thereunder or pertaining thereto;

(v) any and all claims for damages and injunctive relief for past, present and future infringement, dilution, misappropriation, violation, misuse or breach with respect to any of the foregoing, with the right, but not the obligation, to sue for and collect, or otherwise recover, such damages; and

(vi) any and all proceeds of, collateral for, income, royalties and other payments now or hereafter due and payable with respect to, and supporting obligations relating to, any and all of the Collateral of or arising from any of the foregoing.

SECTION 2. Security for Obligations. The grant of a security interest in, the Collateral by each Grantor under this IP Security Agreement secures the payment of all Obligations of such Grantor now or hereafter existing under or in respect of the Loan Documents, whether direct or indirect, absolute or contingent, and whether for principal, reimbursement obligations, interest, premiums, penalties, fees, indemnifications, contract causes of action, costs, expenses or otherwise. Without limiting the generality of the foregoing, this IP Security Agreement secures, as to each Grantor, the payment of all amounts that constitute part of the Obligations and that would be owed by such Grantor to the Agent or the Lenders under the Loan Documents but for the fact that such Obligations are unenforceable or not allowable due to the existence of a bankruptcy, reorganization or similar proceeding involving a Loan Party.

SECTION 3. Recordation. Each Grantor authorizes and requests that the Register of Copyrights, the Commissioner for Patents and the Commissioner for Trademarks and any other applicable government officer record this IP Security Agreement.

SECTION 4. Execution in Counterparts. This IP Security Agreement may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

SECTION 5. Grants, Rights and Remedies. This IP Security Agreement has been entered into in conjunction with the provisions of the Security Agreement. Each Grantor does hereby acknowledge and confirm that the grant of the security interest hereunder to, and the rights and remedies of, the Collateral Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

SECTION 6. Governing Law. This IP Security Agreement shall be governed by, and construed in accordance with, the laws of the State of California.

IN WITNESS WHEREOF, each Grantor has caused this IP Security Agreement to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

LEAPFROG ENTERPRISES, INC.

By William B. Chason  
Name: William B. Chason  
Title: CFO

LFC VENTURES, LLC

By William B. Chason  
Name: William B. Chason  
Title: CFO

*Signature Page to IP Security Agreement*

TRADEMARK  
REEL: 003851 FRAME: 0187

**SCHEDULE A: Patents**

| <u>Grantor</u> | <u>Patent Titles</u>   | <u>Country</u> | <u>Patent No.</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Issue Date</u> |
|----------------|--|----------------|-------------------|------------------------|--------------------|-------------------|
| Leapfrog       | INTERACTIVE APPARATUS USING PRINT MEDIA                        | United States  | 6,608,618         | 09/886,401             | 6/20/2001          | 8/19/2003         |
| Leapfrog       | INTERACTIVE APPARATUS USING PRINT MEDIA                        | United States  | 7,106,309         | 10/439,516             | 5/16/2003          | 9/12/2006         |
| Leapfrog       | INTERACTIVE APPARATUS USING PRINT MEDIA                        | United States  | 6,985,139         | 10/752,262             | 1/5/2004           | 1/10/2006         |
| Leapfrog       | INTERACTIVE APPARATUS USING PRINT MEDIA                        | United States  |                   | 11/417,789             | 5/3/2006           |                   |
| Leapfrog       | SCANNING APPARATUS AND METHOD FOR SCANNING PRINT ELEMENTS      | United States  |                   | 60/456,053             | 3/18/2003          |                   |
| Leapfrog       | SCANNING APPARATUS   | United States  |                   | 10/803,806             | 3/17/2004          |                   |
| Leapfrog       | SCANNING APPARATUS   | United States  |                   | 11/512,872             | 8/29/2006          |                   |
| Leapfrog       | TOY FOR USE WITH VERTICAL SURFACES                             | United States  |                   | 11/820,672             | 6/19/2007          |                   |
| Leapfrog       | TOY FOR USE WITH VERTICAL SURFACES                             | United States  |                   | 11/810,514             | 6/5/2007           |                   |
| Leapfrog       | INTERACTIVE EDUCATION APPARATUS FOR USE WITH VERTICAL SURFACES | United States  |                   | 60/505,980             | 9/24/2003          |                   |
| Leapfrog       | TOY FOR USE WITH VERTICAL SURFACES                             | United States  | 7,234,941         | 10/699,445             | 10/30/2003         | 6/26/2007         |
| Leapfrog       | USER CREATED INTERACTIVE INTERFACE                             | United States  |                   | 60/577,378             | 6/3/2004           |                   |
| Leapfrog       | USER CREATED INTERACTIVE INTERFACE                             | United States  |                   | 10/861,243             | 6/3/2004           |                   |
| Leapfrog       | INTERACTIVE SYSTEM INCLUDING INTERACTIVE APPARATUS AND GAME    | United States  |                   | 11/148,791             | 6/8/2005           |                   |

| <u>Grantor</u> | <u>Patent Titles</u>   | <u>Country</u> | <u>Patent No.</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Issue Date</u> |
|----------------|--|----------------|-------------------|------------------------|--------------------|-------------------|
| Leapfrog       | METHODS AND SYSTEMS FOR GRAPHICAL ACTUATION OF A VELOCITY AND DIRECTIONALLY SENSITIVE SOUND GENERATION APPLICATION | United States  |                   | 11/803,587             | 5/14/2007          |                   |
| Leapfrog       | METHODS AND SYSTEMS FOR GRAPHICAL ACTUATION OF MULTI-TRACK RECORDER AND PLAYBACK SYSTEM FUNCTIONS                  | United States  |                   | 11/803,529             | 5/14/2007          |                   |
| Leapfrog       | A DEVICE FOR COUPLING TO OTHER DEVICES AND UNIQUE IDENTIFICATION THEREOF   | United States  |                   | 10/966,300             | 10/15/2004         |                   |
| Leapfrog       | A DEVICE USING REMOVABLE TEMPLATES TO PROVIDE ADJUSTABLE INTERACTIVE OUTPUT  | United States  |                   | 10/966,242             | 10/15/2004         |                   |
| Leapfrog       | REINFORCED PAPER APPARATUS   | United States  |                   | 11/233,807             | 9/23/2005          |                   |
| Leapfrog       | ROTATING TOY INTERFACE   | United States  |                   | 11/166,676             | 6/23/2005          |                   |
| Leapfrog       | CAPACITIVE SENSING OF MEDIA INFORMATION IN AN INTERACTIVE MEDIA DEVICE   | United States  |                   | 11/023,316             | 12/22/2004         |                   |
| Leapfrog       | A METHOD AND SYSTEM FOR IMPLEMENTING A USER INTERFACE FOR A DEVICE EMPLOYING WRITTEN GRAPHICAL ELEMENTS            | United States  |                   | 11/034,491             | 1/12/2005          |                   |

| <u>Grantor</u> | <u>Patent Titles</u>   | <u>Country</u> | <u>Patent No.</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Issue Date</u> |
|----------------|--|----------------|-------------------|------------------------|--------------------|-------------------|
| Leapfrog       | A METHOD AND SYSTEM FOR IMPLEMENTING A USER INTERFACE FOR A DEVICE THROUGH RECOGNIZED TEXT AND BOUNDED AREAS   | United States  |                   | 11/035,155             | 1/12/2005          |                   |
| Leapfrog       | SYSTEM AND METHOD FOR IDENTIFYING TERMINATION OF DATA ENTRY  | United States  |                   | 11/035,003             | 1/12/2005          |                   |
| Leapfrog       | METHODS AND DEVICES FOR RETRIEVING AND USING INFORMATION STORED AS A PATTERN ON A SURFACE                      | United States  |                   | 11/034,657             | 1/12/2005          |                   |
| Leapfrog       | PROVIDING A USER INTERFACE HAVING INTERACTIVE ELEMENTS ON A WRITEABLE SURFACE                                  | United States  |                   | 11/034,489             | 1/12/2005          |                   |
| Leapfrog       | INTERACTIVE APPARATUS WITH RECORDING AND PLAYBACK CAPABILITY USABLE WITH ENCODED WRITING MEDIUM                | United States  |                   | 11/034,495             | 1/12/2005          |                   |
| Leapfrog       | INTERACTIVE DEVICE USING CAPACITIVE SENSOR ARRAY FOR JOINT PAGE IDENTIFICATION AND PAGE LOCATION DETERMINATION | United States  |                   | 11/187,386             | 7/21/2005          |                   |
| Leapfrog       | A SWITCH CONFIGURATION FOR DETECTING WRITING PRESSURE IN A WRITING DEVICE                                      | United States  |                   | 11/348,804             | 2/6/2006           |                   |

| <u>Grantor</u> | <u>Patent Titles</u>   | <u>Country</u> | <u>Patent No.</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Issue Date</u> |
|----------------|--|----------------|-------------------|------------------------|--------------------|-------------------|
| Leapfrog       | RECORDING AND PLAYBACK OF VOICE MESSAGES ASSOCIATED WITH NOTE PAPER                      | United States  |                   | 11/437,027             | 5/19/2006          |                   |
| Leapfrog       | METHOD AND SYSTEM FOR CONDUCTING A TRANSACTION USING RECOGNIZED TEXT                     | United States  |                   | 11/267,786             | 11/3/2005          |                   |
| Leapfrog       | A METHOD AND DEVICE FOR AUDIBLY INSTRUCTING A USER TO INTERACT WITH A FUNCTION           | United States  |                   | 11/264,955             | 11/1/2005          |                   |
| Leapfrog       | A METHOD AND DEVICE FOR ASSOCIATING A USER WRITING WITH A USER-WRITEABLE ELEMENT         | United States  |                   | 11/264,880             | 11/1/2005          |                   |
| Leapfrog       | METHOD AND SYSTEM FOR INITIATING TRANSACTION   | United States  |                   | 11/264,845             | 11/1/2005          |                   |
| Leapfrog       | RESIN CELLULOSE COMPOUNDS AND PROCESSES  | United States  |                   | 11/233,812             | 9/23/2005          |                   |
| Leapfrog       | A REUSABLE IMAGE BEARING SURFACE AND METHOD OF MODIFYING MEMORY CONTENTS RELATED TO SAME | United States  |                   | 11/267,785             | 11/3/2005          |                   |
| Leapfrog       | INTERCHANGEABLE INTERACTIVE PROCESSING UNIT SYSTEM AND METHOD                            | United States  |                   | 11/514,027             | 8/30/2006          |                   |
| Leapfrog       | AN INTERCHANGEABLE INTERACTIVE PROCESSING UNIT SYSTEM AND METHOD                         | United States  |                   | 60/817,246             | 6/27/2006          |                   |

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| Leapfrog       | AN INTERCHANGEABLE INTERACTIVE PROCESSING UNIT SYSTEM AND METHOD   | United States  |                   | 11/513,867             | 8/30/2006          |                   |
| Leapfrog       | A REUSABLE LABEL   | United States  |                   | 11/512,874             | 8/29/2006          |                   |
| Leapfrog       | IMAGE BEARING SURFACE  | United States  |                   | 11/194,020             | 7/29/2005          |                   |
| Leapfrog       | A METHOD AND SYSTEM FOR ACCESSING REGION PARAMETER INFORMATION ASSOCIATED WITH ENCODED INFORMATION ON A SURFACE      | United States  |                   | 11/244,652             | 10/5/2005          |                   |
| Leapfrog       | METHODS AND SYSTEMS FOR ASSIGNING A FUNCTION TO INFORMATION ENCODED ON A SURFACE                                     | United States  |                   | 11/192,548             | 7/29/2005          |                   |
| Leapfrog       | METHOD, APPARATUS AND SYSTEM FOR CONVEYING CARTRIDGE NOTIFICATION  | United States  | 7,374,087         | 11/193,583             | 7/29/2005          | 5/20/2008         |
| Leapfrog       | A METHOD AND SYSTEM FOR IMPLEMENTING TEMPLATE APPLICATIONS EMPLOYING A PEN DEVICE                                    | United States  |                   | 11/193,381             | 7/29/2005          |                   |
| Leapfrog       | METHOD AND SYSTEM FOR HIERARCHICAL MANAGEMENT OF A PLURALITY OF REGIONS OF AN ENCODED SURFACE USED BY A PEN COMPUTER | United States  | 7,281,664         | 11/244,653             | 10/5/2005          | 10/16/2007        |

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| Leapfrog       | A METHOD AND SYSTEM FOR HIERARCHICAL MANAGEMENT OF A PLURALITY OF REGIONS OF AN ENCODED SURFACE USED BY A PEN COMPUTER                 | United States  |                   | 11/880,722             | 7/23/2007          |                   |
| Leapfrog       | INTERACTIVE GAME   | United States  |                   | 11/787,882             | 4/17/2007          |                   |
| Leapfrog       | INTERACTIVE BOARD AND ELECTRONIC GAME  | United States  |                   | 60/792,999             | 4/17/2006          |                   |
| Leapfrog       | METHODS AND SYSTEMS FOR IDENTIFYING A PARTICULAR CODE SET FOR AN ELECTRONIC DEVICE   | United States  |                   | 60/723,427             | 10/3/2005          |                   |
| Leapfrog       | IR REMOTE CONTROL ENHANCED CONFIGURATION METHOD  | United States  |                   | 11/437,767             | 5/19/2006          |                   |
| Leapfrog       | A METHOD AND SYSTEM FOR DRIVING CONTENT ON A MEDIA PLAYER  | United States  |                   | 11/449,500             | 6/7/2006           |                   |
| Leapfrog       | A RECONFIGURABLE REMOTE CONTROL DEVICE AND SYSTEM  | United States  |                   | 11/256,425             | 10/20/2005         |                   |
| Leapfrog       | A WRITING INSERT FOR A PEN BASED COMPUTER  | United States  |                   | 11/348,803             | 2/6/2006           |                   |
| Leapfrog       | METHOD AND SYSTEM FOR INVOKING COMPUTER FUNCTIONALITY BY INTERACTION WITH DYNAMICALLY GENERATED INTERFACE REGIONS OF A WRITING SURFACE | United States  |                   | 11/265,001             | 11/1/2005          |                   |



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| Leapfrog       | METHOD AND SYSTEM FOR INTERACTIVE GAMEPLAY  | United States  |                   | 11/452,770             | 6/13/2006          |                   |
| Leapfrog       | ERASING CONTENTS OF AN ELECTRONIC MEMORY  | United States  |                   | 11/647,815             | 12/29/2006         |                   |
| Leapfrog       | ERASABLE MARKING MATERIALS  | United States  |                   | 11/449,503             | 6/7/2006           |                   |
| Leapfrog       | MATERIALS FOR ERASING A MARK  | United States  |                   | 11/449,168             | 6/7/2006           |                   |
| Leapfrog       | SYSTEM AND METHOD FOR ASSOCIATING DISPLAYED CONTENT WITH AN IMAGE BEARING SURFACE | United States  |                   | 11/636,124             | 12/8/2006          |                   |
| Leapfrog       | SYSTEM AND METHOD FOR ASSOCIATING CONTENT WITH AN IMAGE BEARING SURFACE           | United States  |                   | 11/322,800             | 12/30/2005         |                   |
| Leapfrog       | METHODS AND DEVICES FOR CREATING AND PROCESSING CONTENT                           | United States  |                   | 11/323,249             | 12/30/2005         |                   |
| Leapfrog       | ASSOCIATING CONTENT WITH PATTERNS OF MARKINGS THAT ENCODE INFORMATION             | United States  |                   | 11/636,040             | 12/8/2006          |                   |
| Leapfrog       | ASSOCIATING A REGION ON A SURFACE WITH A SOUND OR WITH ANOTHER REGION             | United States  |                   | 11/492,267             | 7/24/2006          |                   |
| Leapfrog       | TECHNIQUES FOR PORTING CONTENT TO AN APPLICATION                                  | United States  |                   | 11/492,263             | 7/24/2006          |                   |
| Leapfrog       | TECHNIQUES FOR INTERACTIVELY COUPLING ELECTRONIC CONTENT WITH PRINTED MEDIA       | United States  |                   | 11/489,887             | 7/19/2006          |                   |

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| Leapfrog       | ENHANCED CONTROLLER WITH MODIFIABLE FUNCTIONALITY  | United States  |                   | 11/479,613             | 6/30/2006          |                   |
| Leapfrog       | SYSTEM AND METHOD FOR INTERACTING WITH USERES USING THREE-DIMENSIONAL CONTROL ELEMENTS   | United States  |                   | 11/647,792             | 12/29/2006         |                   |
| Leapfrog       | GAME CONSOLE   | United States  | D,541,876         | 29/260,727             | 5/30/2006          | 5/1/2007          |
| Leapfrog       | BASE FOR A TOY   | United States  | D,568,317         | 29/260,728             | 5/30/2006          | 5/6/2008          |
| Leapfrog       | GAME CONTROLLER  | United States  | D,550,673         | 29/260,731             | 5/30/2006          | 9/11/2007         |
| Leapfrog       | INTERACTIVE TOY  | United States  | D,573,995 S       | 29/260,729             | 5/30/2006          | 7/29/2008         |
| Leapfrog       | PAGE AWARENESS TECHNIQUES FOR ORGANIZING DIGITAL WRITING                                 | United States  |                   | 11/646,811             | 12/27/2006         |                   |
| Leapfrog       | EXECUTING AN OPERATION ASSOCIATED WITH A REGION PROXIMATE A GRAPHIC ELEMENT ON A SURFACE | United States  |                   | 11/583,311             | 10/18/2006         |                   |
| Leapfrog       | DOT ENABLED TEMPLATE   | United States  |                   | 11/644,738             | 12/22/2006         |                   |
| Leapfrog       | PERIPHERAL INTERFACE DEVICE FOR COLOR RECOGNITION  | United States  |                   | 11/647,939             | 12/28/2006         |                   |
| Leapfrog       | INTERFACE COMPONENT FOR PEN COMPUTING DEVICES  | United States  |                   | 11/891,158             | 8/8/2007           |                   |
| Leapfrog       | INTERACTIVE KIOSK  | United States  |                   | 11/998,228             | 11/28/2007         |                   |
| Leapfrog       | INTERACTIVE KIOSK  | United States  |                   | 60/937,669             | 6/29/2007          |                   |
| Leapfrog       | EXECUTING AN AUDIO PLAYER APPLICATION ASSOCIATED WITH A GRAPHIC ELEMENT ON A SURFACE     | United States  |                   | 11/644,032             | 12/22/2006         |                   |

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| Leapfrog       | A METHOD AND SYSTEM FOR PROVIDING A COMPUTER ENVIRONMENT FOR CHILDREN  | United States  |                   | 60/998,671             | 10/11/2007         |                   |
| Leapfrog       | METHODS AND SYSTEMS FOR GRAPHICAL ACTUATION OF A VELOCITY AND DIRECTIONALLY SENSITIVE SOUND GENERATION APPLICATION | United States  |                   | 11/803,572             | 5/14/2007          |                   |
| Leapfrog       | AUDIO BOOK FOR PEN-BASED COMPUTER  | United States  |                   | 12/121,653             | 5/15/2008          |                   |
| Leapfrog       | AUDIO BOOK FOR PEN-BASED COMPUTER  | United States  |                   | 60/997,972             | 10/5/2007          |                   |
| Leapfrog       | A PEN BASED COMPUTER ENABLED TEST PREPARATION SYSTEM   | United States  |                   | 61/039,383             | 3/25/2008          |                   |
| Leapfrog       | PENTOP COMPUTER  | United States  |                   | 29/304,406             | 2/22/2008          |                   |
| Leapfrog       | TOUCH SCREEN BASED INTERACTIVE GLOBE   | United States  |                   | 12/077,866             | 3/21/2008          |                   |
| Leapfrog       | METHODS AND SYSTEMS FOR CREATING AND USING VIRTUAL FLASH CARDS   | United States  |                   | 12/121,521             | 5/15/2008          |                   |
| Leapfrog       | METHODS AND SYSTEMS FOR CREATING AND USING VIRTUAL FLASH CARDS   | United States  |                   | 61/039,341             | 3/25/2008          |                   |
| Leapfrog       | PAPER BASED DATA NAVIGATION METHOD, DEVICE AND SYSTEM  | United States  |                   | 61/060,412             | 6/10/2008          |                   |
| Leapfrog       | POSITION CODE BASED CONTENT DEVELOPMENT METHOD AND TOOL  | United States  |                   | 12/052,102             | 3/20/2008          |                   |

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| Leapfrog       | CATEGORY BASED PROGRAM NAVIGATION ON PEN COMPUTER   | United States  |                   | 61/040,961             | 3/31/2008          |                   |
| Leapfrog       | GENERIC PRE-PRINTED ELEMENT FOR PEN COMPUTER NAVIGATION   | United States  |                   | 61/039,389             | 3/25/2008          |                   |
| Leapfrog       | SYSTEM AND METHOD FOR DATA ORGANIZATION BY IDENTIFICATION   | United States  |                   | 12/053,496             | 3/21/2008          |                   |
| Leapfrog       | USER INTERFACES AND UPLOADING OF USAGE INFORMATION  | United States  |                   | 12/119,018             | 5/12/2008          |                   |
| Leapfrog       | USER INTERFACES AND UPLOAD OF USE INFORMATION   | United States  |                   | 60/998,030             | 10/5/2007          |                   |
| Leapfrog       | METHODS AND SYSTEMS THAT MONITOR LEARNING PROGRESS  | United States  |                   | 12/119,738             | 5/12/2008          |                   |
| Leapfrog       | RECREATION OF PAPER FUNCTIONALITY ON SCREEN   | United States  |                   | 60/998,032             | 10/5/2007          |                   |
| Leapfrog       | SUBLEVELING AND CURRICULAR LEARNING METHODS   | United States  |                   | 60/997,970             | 10/5/2007          |                   |
| Leapfrog       | CREATE YOUR OWN (CYO) GAME PLAY   | United States  |                   | 60/998,028             | 10/5/2007          |                   |
| Leapfrog       | WOWS AN BOLTS, UNIVERSAL BOLTS; GAME CUSTOMIZATION  | United States  |                   | 60/998,029             | 10/5/2007          |                   |
|                | GRAPHICAL USER INTERFACE FOR CONTENT SHARING AND INTERACTIVE EDITING OF CONTENT FROM REMOTE LOCATIONS | United States  |                   | 60/997,884             | 10/5/2007          |                   |
|                | Interactive Communications Appliance  | United States  | 6816703           | 09/721802              | 11/23/2004         | 11/10/2008        |
|                | Interactive Communications Appliance  | United States  |                   | 10/950350              | 9/24/2008          |                   |

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|                | Interactive Learning Appliance  | United States  | 6801751           | 09/632424              | 8/5/2004           | 10/6/2008         |
|                | Print Media Information Systems and Methods   | United States  | 6750978           | 09/632534              | 8/5/2004           | 6/16/2008         |
|                | Print Media Information Systems and Methods   | United States  | 7299971           | 10/831051              | 4/23/2008          | 11/28/2011        |
|                | Print Media Information Systems and Methods   | United States  |                   | 10/831053              | 4/23/2008          |                   |
|                | Interactive Educational Toy   | United States  | 6463257           | 09/384657              | 8/28/2003          | 10/9/2006         |
|                | Interactive Teaching Toy  | United States  | 6882824           | 10/230956              | 8/29/2006          | 4/20/2009         |
|                | Voting Apparatus and Method   | United States  | 7048186           | 10/024959              | 12/19/2005         | 5/24/2010         |
| Leapfrog       | Print Media Receiving Unit Including Platform and Print Media   | United States  | 6668156           | 09/777262              | 2/6/2005           | 12/24/2007        |
| Leapfrog       | Print Media Receiving Unit Including Platform and Print Media   | United States  | 7039355           | 10/386576              | 3/12/2007          | 5/3/2010          |
| Leapfrog       | Print Media Receiving Unit Including Platform and Print Media   | United States  | 7120386           | 10/387268              | 3/12/2007          | 10/11/2010        |
| Leapfrog       | Print Media Receiving Unit Including Platform and Print Media   | United States  | 7139523           | 10/386756              | 3/12/2007          | 11/22/2010        |
| Leapfrog       | Surface Position Location System and Method   | United States  | RE38286           | 09/796685              | 3/1/2005           | 11/12/2001        |
| Leapfrog       | Surface Position Location System and Method   | United States  | RE39881           | 10/667242              | 9/19/2007          | 10/17/2011        |
| Leapfrog       | Interactive Apparatus with Templates  | United States  | 6641401           | 09/886399              | 6/21/2005          | 11/5/2007         |
| Leapfrog       | Interactive Apparatus With Ball   | United States  | 6761611           | 10/198483              | 7/18/2006          | 7/14/2008         |
| Leapfrog       | Interactive Apparatus with Interactive Device   | United States  | 7033178           | 10/819482              | 4/7/2008           | 4/26/2010         |
| Leapfrog       | Interactive Learning Apparatus Responsive to Striking   | United States  | 6716031           | 10/020570              | 12/8/2005          | 4/7/2008          |
| Leapfrog       | Study Aid Apparatus and Method of Using Study Aid Apparatus   | United States  | 6793129           | 10/218688              | 8/13/2006          | 9/22/2008         |
| Leapfrog       | Method and System for Providing Content for Learning Appliances Over an Electronic Communication Medium | United States  |                   | 10/374736              | 2/26/2007          |                   |
| Leapfrog       | Sequence Learning Toy   | United States  | 6409511           | 09/881801              | 6/19/2005          | 6/26/2006         |

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| Leapfrog       | Sequence Learning Toy   | United States  | 6607388           | 10/126857              | 4/19/2006          | 8/20/2007         |
| Leapfrog       | Electrographic Position Location Apparatus  | United States  | 6882338           | 10/222205              | 8/17/2006          | 4/20/2009         |
| Leapfrog       | Display Apparatus for Teaching Writing  | United States  | 7249950           | 10/961999              | 10/8/2008          | 8/1/2011          |
| Leapfrog       | Display Apparatus for Teaching Writing  | United States  |                   | 11/831659              | 8/1/2011           |                   |
| Leapfrog       | Three Dimensional Interactive System  | United States  | 6954199           | 10/174523              | 6/18/2006          | 10/12/2009        |
| Leapfrog       | Interactive Print Media Apparatus   | United States  | D489367           | 29/179867              | 4/16/2007          | 5/5/2008          |
| Leapfrog       | Scanning Toy  | United States  | 6905391           | 10/338091              | 1/7/2007           | 6/15/2009         |
| Leapfrog       | Scanning Toy  | United States  |                   | 11/818253              | 6/13/2011          |                   |
| Leapfrog       | Electrographic Position Location Apparatus Including Recording Capability and Data Cartridge Including Microphone | United States  |                   | 10/750982              | 1/3/2008           |                   |
| Leapfrog       | Interactive Toy   | United States  | 7347760           | 10/336667              | 1/4/2007           | 3/26/2012         |
| Leapfrog       | Write On Interactive Apparatus and Method   | United States  | 7120385           | 10/360564              | 2/7/2007           | 10/11/2010        |
| Leapfrog       | Learning Toy  | United States  | D487118           | 29/173682              | 1/3/2007           | 2/25/2008         |
| Leapfrog       | Interactive Handheld Apparatus With Stylus  | United States  | 7083420           | 10/775830              | 2/10/2008          | 8/2/2010          |
| Leapfrog       | Interactive Hand Held Apparatus With Stylus   | United States  |                   | 10/776012              | 2/10/2008          |                   |
| Leapfrog       | Interactive Hand Held Apparatus With Stylus   | United States  |                   | 11/404961              | 4/14/2010          |                   |
| Leapfrog       | Interactive Hand-Held Device With Stylus  | United States  | D493495           | 29/175586              | 2/8/2007           | 7/28/2008         |
| Leapfrog       | Interactive Print Media Apparatus   | United States  | D500316           | 29/179875              | 4/16/2007          | 12/29/2008        |
| Leapfrog       | Writing Stylus for Electrographic Position Location Apparatus   | United States  | 7068262           | 10/457981              | 6/10/2007          | 6/28/2010         |
| Leapfrog       | Writing Stylus  | United States  | 7224348           | 11/418678              | 5/5/2010           | 5/30/2011         |
| Leapfrog       | Writing Stylus  | United States  |                   | 11/752863              | 5/24/2011          |                   |
| Leapfrog       | Interactive Hand-Held Device With Stylus  | United States  | D515633           | 29/190609              | 9/24/2007          | 2/22/2010         |
| Leapfrog       | Compact Book and Apparatus Using Print Media  | United States  |                   | 10/654874              | 9/4/2007           |                   |
| Leapfrog       | Print Media Apparatus for Young Children  | United States  |                   | 10/781554              | 2/18/2008          |                   |

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| Leapfrog       | Light Device   | United States  | D505741           | 29/185379              | 6/27/2007          | 6/1/2009          |
| Leapfrog       | Print Media Receiving Apparatus                          | United States  | D492680           | 29/186691              | 7/22/2007          | 7/7/2008          |
| Leapfrog       | Writing Stylus   | United States  | D493793           | 29/187724              | 7/22/2007          | 8/4/2008          |
| Leapfrog       | Combined Data Cartridge and Microphone                   | United States  | D504894           | 29/186160              | 7/10/2007          | 5/11/2009         |
| Leapfrog       | Print Media Receiving Apparatus                          | United States  | D493787           | 29/186279              | 7/11/2007          | 8/4/2008          |
| Leapfrog       | Print Media Receiving Apparatus                          | United States  | D492679           | 29/186690              | 7/22/2007          | 7/7/2008          |
| Leapfrog       | Battery Pack Including Rechargeable Batteries            | United States  | 7018737           | 10/692074              | 10/23/2007         | 3/29/2010         |
| Leapfrog       | Document Interpreting Systems                            | United States  | 5575659           | 90/006828              | 10/24/2007         | 11/17/2008        |
| Leapfrog       | Interactive Karaoke Apparatus                            | United States  |                   | 10/949736              | 9/25/2008          |                   |
| Leapfrog       | Foldable Structure Capable of Being Configured as a Book | United States  |                   | 10/961357              | 10/8/2008          |                   |
| Leapfrog       | Gaming Apparatus Including Platform                      | United States  |                   | 10/966156              | 10/16/2008         |                   |
| Leapfrog       | Print Media Apparatus Using Cards                        | United States  |                   | 10/966438              | 10/16/2008         |                   |
| Leapfrog       | Interactive Entertainer                                  | United States  |                   | 10/966142              | 10/16/2008         |                   |
| Leapfrog       | Interactive Apparatus With Interactive Elements          | United States  | 7062146           | 10/965708              | 10/14/2008         | 6/14/2010         |
| Leapfrog       | Tutorial Apparatus                                       | United States  |                   | 10/966148              | 10/16/2008         |                   |
| Leapfrog       | Edge Smoothing Systems and Methods                       | United States  | 7068286           | 10/967095              | 10/16/2008         | 6/28/2010         |
| Leapfrog       | Interactive Game Apparatus                               | United States  |                   | 10/966837              | 10/16/2008         |                   |
| Leapfrog       | Audio Producing Stamping Apparatus                       | United States  |                   | 10/745930              | 12/27/2007         |                   |
| Leapfrog       | Learning Device Including Motion Activated Switch        | United States  |                   | 10/745399              | 12/23/2007         |                   |
| Leapfrog       | Data Cartridge   | United States  | D509219           | 29/199234              | 2/11/2008          | 9/7/2009          |
| Leapfrog       | Print Media Apparatus Including Stroke Recognition       | United States  |                   | 11/140458              | 5/28/2009          |                   |
| Leapfrog       | User Interactive Journal                                 | United States  |                   | 11/169849              | 6/29/2009          |                   |
| Leapfrog       | Magnetic Switch and Apparatus Including Magnetic Switch  | United States  | 7167675           | 10/966055              | 10/16/2008         | 1/24/2011         |

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| Leapfrog       | Interactive Foreign Language Teaching Device and Method | United States  |                   | 11/187599              | 7/22/2009          |                   |
| Leapfrog       | Electrographic Position Location Apparatus and Method   | United States  |                   | 10/661208              | 9/13/2007          |                   |
| Leapfrog       | Electrographic Position Location Apparatus and Method   | United States  | 6661405           | 9/574,499              | 5/19/2000          | 12/9/2003         |
| Leapfrog       | Talking Phonics Interactive Learning Device             | United States  | D370027           |                        | 2/1/1995           | 5/21/1996         |
| Leapfrog       | Talking Phonics Interactive Learning Device             | United States  | D370235           |                        | 2/1/1995           | 5/28/1996         |
| Leapfrog       | Sequence Learning Toy                                   | United States  | D413355           |                        | 2/10/1999          | 8/31/1999         |
| Leapfrog       | Mathematical Learning Game                              | United States  | D427637           |                        | 7/14/1999          | 7/4/2000          |
| Leapfrog       | Game Console  | United States  | D541876           | 29/260,727             | 5/30/2006          | 5/1/2007          |
| Leapfrog       | Game Controller   | United States  | D550673           | 29/260,731             | 5/30/2006          | 9/11/2007         |
| Leapfrog       | Speech Synthesizing India for Interactive Learning      | United States  | 5188533           |                        | 9/5/1991           | 2/23/1993         |
| Leapfrog       | Word Spelling and Definiton Educational Device          | United States  | 5203705           |                        | 11/29/1989         | 4/20/1993         |
| Leapfrog       | Talking Phonics Interactive Learning Device             | United States  | 5511980           |                        | 2/23/1994          | 4/30/1996         |
| Leapfrog       | Surface Position Location System and Method             | United States  | 5686705           |                        | 2/15/1996          | 11/11/1997        |
| Leapfrog       | Talking Phonics Interactive Learning Device             | United States  | 5813861           |                        | 6/20/1997          | 9/29/1998         |
| Leapfrog       | Electronic Geography Teaching Device                    | United States  | 5839902           |                        | 1/31/1997          | 11/24/1998        |
| Leapfrog       | Surface Position Location System and Method             | United States  | 5877458           |                        | 11/21/1996         | 3/2/1999          |
| Leapfrog       | Interactive Educational Toy                             | United States  | 5944533           |                        | 6/10/1998          | 8/31/1999         |
| Leapfrog       | Interactive Phonics Learning Mat                        | United States  | 5997304           |                        | 1/31/1997          | 12/7/1999         |
| Leapfrog       | Flashcard Holder and Learning Method                    | United States  | 6053741           |                        | 6/18/1998          | 4/25/2000         |
| Leapfrog       | Sequence Learning Toy                                   | United States  | 6074212           |                        | 2/10/1999          | 6/13/2000         |



| <u>Grantor</u> | <u>Patent Titles</u>                  | <u>Country</u> | <u>Patent No.</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Issue Date</u> |
|----------------|---------------------------------------|----------------|-------------------|------------------------|--------------------|-------------------|
| Leapfrog       | Mathematical Learning Game and Method | United States  | 6142784           |                        | 6/15/1998          | 11/7/2000         |
| Leapfrog       | Sequence Learning Toy                 | United States  | 6247934           |                        | 6/12/2000          | 6/19/2001         |
| Leapfrog       | Toy Having Rotating Element           | United States  | 6648647           | 10/177,536             | 6/21/2002          | 11/18/2003        |

**SCHEDULE B: Domain Names and Trademarks**

**Domain Names**

| <u>Grantor</u>             | <u>Domain</u>        | <u>Country</u>           | <u>Registration Date</u> | <u>Expiration Date</u> |
|----------------------------|----------------------|--------------------------|--------------------------|------------------------|
| LeapFrog Enterprises, Inc. | afterschooledge.com  | Top Level Generic Domain | 12/9/2003                | 2/26/2009              |
| LeapFrog Enterprises, Inc. | assistedreading.com  | Top Level Generic Domain | 10/28/2003               | 5/23/2009              |
| LeapFrog Enterprises, Inc. | assisted-reading.com | Top Level Generic Domain | 5/1/2003                 | 5/23/2009              |
| LeapFrog Enterprises, Inc. | didj.com             | Top Level Generic Domain | 1/17/1997                | 1/18/2013              |
| LeapFrog Enterprises, Inc. | didjiverse.com       | Top Level Generic Domain | 2/25/2008                | 2/25/2013              |
| LeapFrog Enterprises, Inc. | didjiverse.net       | Top Level Generic Domain | 2/25/2008                | 2/25/2013              |
| LeapFrog Enterprises, Inc. | didjopolis.com       | Top Level Generic Domain | 5/29/2008                | 5/29/2010              |
| LeapFrog Enterprises, Inc. | didjverse.com        | Top Level Generic Domain | 10/11/2007               | 10/11/2009             |
| LeapFrog Enterprises, Inc. | doitonthefly.com     | Top Level Generic Domain | 9/10/2004                | 9/10/2008              |
| LeapFrog Enterprises, Inc. | doitonthefly.net     | Top Level Generic Domain | 12/10/2004               | 12/10/2008             |
| LeapFrog Enterprises, Inc. | explorerglobe.com    | Top Level Generic Domain | 5/18/2001                | 5/18/2009              |
| LeapFrog Enterprises, Inc. | explorerglobe.net    | Top Level Generic Domain | 5/18/2001                | 5/18/2009              |
| LeapFrog Enterprises, Inc. | explorerglobe.org    | Top Level Generic Domain | 5/18/2001                | 5/18/2009              |
| LeapFrog Enterprises, Inc. | explorettech.com     | Top Level Generic Domain | 4/25/2001                | 3/29/2009              |
| LeapFrog Enterprises, Inc. | familyedge.com       | Top Level Generic Domain | 4/6/1999                 | 4/6/2009               |
| LeapFrog Enterprises, Inc. | familyedge.net       | Top Level Generic Domain | 7/13/1999                | 7/13/2009              |
| LeapFrog Enterprises, Inc. | flycomputer.com      | Top Level Generic Domain | 6/7/2001                 | 6/8/2009               |
| LeapFrog Enterprises, Inc. | flycomputer.net      | Top Level Generic Domain | 7/27/2005                | 7/27/2009              |
| LeapFrog Enterprises, Inc. | flycomputer.org      | Top Level Generic Domain | 7/27/2005                | 7/28/2009              |
| LeapFrog Enterprises, Inc. | flyfusion.com        | Top Level Generic Domain | 4/25/2006                | 4/25/2009              |
| LeapFrog Enterprises, Inc. | flypen.com           | Top Level Generic Domain | 1/14/2003                | 1/14/2009              |
| LeapFrog Enterprises, Inc. | flypencil.com        | Top Level Generic Domain | 9/29/2004                | 9/29/2008              |
| LeapFrog Enterprises, Inc. | flypencil.net        | Top Level Generic Domain | 12/10/2004               | 12/10/2008             |

| <u>Grantor</u>             | <u>Domain</u>                 | <u>Country</u>           | <u>Registration Date</u> | <u>Expiration Date</u> |
|----------------------------|-------------------------------|--------------------------|--------------------------|------------------------|
| LeapFrog Enterprises, Inc. | flypentop.com                 | Top Level Generic Domain | 9/10/2004                | 9/10/2008              |
| LeapFrog Enterprises, Inc. | flypentop.net                 | Top Level Generic Domain | 12/10/2004               | 12/10/2008             |
| LeapFrog Enterprises, Inc. | flyworld.com                  | Top Level Generic Domain | 3/9/1996                 | 3/10/2009              |
| LeapFrog Enterprises, Inc. | fuzepen.com                   | Top Level Generic Domain | 7/30/2004                | 7/30/2009              |
| LeapFrog Enterprises, Inc. | fuzepentop.com                | Top Level Generic Domain | 7/30/2004                | 7/30/2009              |
| LeapFrog Enterprises, Inc. | givesomeonethefinger.com      | Top Level Generic Domain | 6/11/2007                | 6/11/2009              |
| LeapFrog Enterprises, Inc. | globeheads.com                | Top Level Generic Domain | 9/23/1996                | 9/22/2008              |
| LeapFrog Enterprises, Inc. | grandparentsedge.com          | Top Level Generic Domain | 1/16/2003                | 11/4/2008              |
| LeapFrog Enterprises, Inc. | howflyareyou.com              | Top Level Generic Domain | 5/3/2005                 | 5/4/2009               |
| LeapFrog Enterprises, Inc. | imaginationdesk.biz           | Top Level Generic Domain | 11/18/2001               | 11/18/2008             |
| LeapFrog Enterprises, Inc. | imaginationdesk.com           | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | imaginationdesk.net           | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | imaginationdesk.org           | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | iquestworld.com               | Top Level Generic Domain | 8/6/2004                 | 8/6/2009               |
| LeapFrog Enterprises, Inc. | kidsedge.com                  | Top Level Generic Domain | 5/5/1999                 | 5/5/2009               |
| LeapFrog Enterprises, Inc. | kidsedge.net                  | Top Level Generic Domain | 2/28/2002                | 2/28/2009              |
| LeapFrog Enterprises, Inc. | knowbots.com                  | Top Level Generic Domain | 10/9/2003                | 11/28/2008             |
| LeapFrog Enterprises, Inc. | leapfrog.com                  | Top Level Generic Domain | 1/10/2000                | 1/10/2009              |
| LeapFrog Enterprises, Inc. | leapfrogbaby.com              | Top Level Generic Domain | 2/3/2004                 | 2/3/2009               |
| LeapFrog Enterprises, Inc. | leapfrogchinaedutech.com      | Top Level Generic Domain | 8/3/2006                 | 8/3/2009               |
| LeapFrog Enterprises, Inc. | leapfrogenterprises.com       | Top Level Generic Domain | 2/19/2001                | 2/19/2009              |
| LeapFrog Enterprises, Inc. | leapfrogheads.com             | Top Level Generic Domain | 10/28/2003               | 12/14/2008             |
| LeapFrog Enterprises, Inc. | leapfroginvestor.com          | Top Level Generic Domain | 8/29/2002                | 8/29/2008              |
| LeapFrog Enterprises, Inc. | leapfroginvestorrelations.com | Top Level Generic Domain | 8/29/2002                | 8/29/2008              |
| LeapFrog Enterprises, Inc. | leapfrogreads.com             | Top Level Generic Domain | 1/12/2004                | 11/9/2008              |

| <u>Grantor</u>             | <u>Domain</u>             | <u>Country</u>           | <u>Registration Date</u> | <u>Expiration Date</u> |
|----------------------------|---------------------------|--------------------------|--------------------------|------------------------|
| LeapFrog Enterprises, Inc. | leapfrogschool.com        | Top Level Generic Domain | 5/6/2002                 | 5/6/2009               |
| LeapFrog Enterprises, Inc. | leapfrogschoolconnect.com | Top Level Generic Domain | 4/27/2008                | 4/27/2010              |
| LeapFrog Enterprises, Inc. | leapfrogschoolhouse.com   | Top Level Generic Domain | 8/13/1999                | 8/13/2009              |
| LeapFrog Enterprises, Inc. | leapfrogstore.com         | Top Level Generic Domain | 7/16/2003                | 7/16/2009              |
| LeapFrog Enterprises, Inc. | leapfrogtoys.com          | Top Level Generic Domain | 11/14/2003               | 4/11/2009              |
| LeapFrog Enterprises, Inc. | leapfrog-toys.com         | Top Level Generic Domain | 4/6/2000                 | 4/6/2009               |
| LeapFrog Enterprises, Inc. | leapfroguk.com            | Top Level Generic Domain | 12/30/2003               | 12/30/2008             |
| LeapFrog Enterprises, Inc. | leaphistory.com           | Top Level Generic Domain | 8/13/1999                | 8/13/2009              |
| LeapFrog Enterprises, Inc. | leapmath.com              | Top Level Generic Domain | 8/13/1999                | 8/13/2009              |
| LeapFrog Enterprises, Inc. | leappad.biz               | Top Level Generic Domain | 11/18/2001               | 11/18/2008             |
| LeapFrog Enterprises, Inc. | leappad.com               | Top Level Generic Domain | 11/14/2003               | 6/1/2009               |
| LeapFrog Enterprises, Inc. | leappad.info              | Top Level Generic Domain | 9/22/2001                | 10/31/2008             |
| LeapFrog Enterprises, Inc. | leappad.net               | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | leappad.org               | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | leappen.com               | Top Level Generic Domain | 12/30/2003               | 12/30/2008             |
| LeapFrog Enterprises, Inc. | leapspell.com             | Top Level Generic Domain | 8/13/1999                | 8/13/2009              |
| LeapFrog Enterprises, Inc. | leapspond.com             | Top Level Generic Domain | 11/14/2003               | 5/23/2009              |
| LeapFrog Enterprises, Inc. | leaps-pond.com            | Top Level Generic Domain | 11/14/2003               | 5/23/2009              |
| LeapFrog Enterprises, Inc. | leapstertv.com            | Top Level Generic Domain | 1/20/2006                | 1/20/2009              |
| LeapFrog Enterprises, Inc. | leapsterworld.com         | Top Level Generic Domain | 4/9/2004                 | 4/9/2009               |
| LeapFrog Enterprises, Inc. | leapsterworlduk.com       | Top Level Generic Domain | 8/24/2006                | 8/24/2008              |
| LeapFrog Enterprises, Inc. | leaptoitsearch.com        | Top Level Generic Domain | 9/21/2005                | 9/22/2008              |
| LeapFrog Enterprises, Inc. | leaptop.net               | Top Level Generic Domain | 5/17/2001                | 5/7/2009               |
| LeapFrog Enterprises, Inc. | leaptop.org               | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | leaptrack.com             | Top Level Generic Domain | 8/28/2000                | 8/28/2008              |

| <u>Grantor</u>             | <u>Domain</u>         | <u>Country</u>           | <u>Registration Date</u> | <u>Expiration Date</u> |
|----------------------------|-----------------------|--------------------------|--------------------------|------------------------|
| LeapFrog Enterprises, Inc. | leaptrack.net         | Top Level Generic Domain | 8/28/2000                | 8/28/2008              |
| LeapFrog Enterprises, Inc. | leaptrack.org         | Top Level Generic Domain | 8/28/2000                | 8/28/2008              |
| LeapFrog Enterprises, Inc. | leapwrite.com         | Top Level Generic Domain | 8/13/1999                | 8/13/2009              |
| LeapFrog Enterprises, Inc. | leapzone.com          | Top Level Generic Domain | 4/13/1999                | 4/13/2009              |
| LeapFrog Enterprises, Inc. | lfschoolhouse.com     | Top Level Generic Domain | 11/3/2007                | 11/3/2008              |
| LeapFrog Enterprises, Inc. | lihuabao.com          | Top Level Generic Domain | 3/13/2006                | 3/13/2009              |
| LeapFrog Enterprises, Inc. | linktolessons.com     | Top Level Generic Domain | 5/17/2007                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | literacycenter.com    | Top Level Generic Domain | 5/17/2002                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | littleleaps.com       | Top Level Generic Domain | 8/1/2000                 | 8/1/2018               |
| LeapFrog Enterprises, Inc. | liveonthefly.com      | Top Level Generic Domain | 12/6/2004                | 12/7/2008              |
| LeapFrog Enterprises, Inc. | liveonthefly.net      | Top Level Generic Domain | 12/10/2004               | 12/10/2008             |
| LeapFrog Enterprises, Inc. | liveontheflystore.com | Top Level Generic Domain | 7/29/2005                | 7/29/2009              |
| LeapFrog Enterprises, Inc. | liveontheflystore.net | Top Level Generic Domain | 8/1/2005                 | 8/1/2009               |
| LeapFrog Enterprises, Inc. | liveontheflystore.org | Top Level Generic Domain | 8/1/2005                 | 8/1/2009               |
| LeapFrog Enterprises, Inc. | mindstation.biz       | Top Level Generic Domain | 11/18/2001               | 11/18/2008             |
| LeapFrog Enterprises, Inc. | mindstation.info      | Top Level Generic Domain | 9/22/2001                | 10/31/2008             |
| LeapFrog Enterprises, Inc. | mindstation.net       | Top Level Generic Domain | 5/18/2001                | 5/7/2009               |
| LeapFrog Enterprises, Inc. | mindstation.org       | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | mundoleapster.com     | Top Level Generic Domain | 2/20/2007                | 2/20/2009              |
| LeapFrog Enterprises, Inc. | myleapfrog.com        | Top Level Generic Domain | 6/25/1999                | 6/25/2009              |
| LeapFrog Enterprises, Inc. | parentsedge.com       | Top Level Generic Domain | 5/5/1999                 | 5/5/2009               |
| LeapFrog Enterprises, Inc. | parentsedge.net       | Top Level Generic Domain | 2/12/2002                | 2/12/2009              |
| LeapFrog Enterprises, Inc. | parentsedge.org       | Top Level Generic Domain | 4/20/2003                | 2/12/2009              |
| LeapFrog Enterprises, Inc. | qliquest.com          | Top Level Generic Domain | 5/18/2001                | 5/18/2009              |
| LeapFrog Enterprises, Inc. | qliquest.net          | Top Level Generic Domain | 5/18/2001                | 5/7/2009               |

| <u>Grantor</u>             | <u>Domain</u>            | <u>Country</u>           | <u>Registration Date</u> | <u>Expiration Date</u> |
|----------------------------|--------------------------|--------------------------|--------------------------|------------------------|
| LeapFrog Enterprises, Inc. | qliquest.org             | Top Level Generic Domain | 5/18/2001                | 5/18/2009              |
| LeapFrog Enterprises, Inc. | qlmindstation.com        | Top Level Generic Domain | 5/18/2001                | 5/18/2009              |
| LeapFrog Enterprises, Inc. | qpad.biz                 | Top Level Generic Domain | 2/11/2002                | 2/10/2009              |
| LeapFrog Enterprises, Inc. | qpad.info                | Top Level Generic Domain | 2/11/2002                | 2/11/2009              |
| LeapFrog Enterprises, Inc. | qpad.org                 | Top Level Generic Domain | 2/8/2002                 | 2/8/2009               |
| LeapFrog Enterprises, Inc. | quantumleappad.biz       | Top Level Generic Domain | 2/11/2002                | 2/10/2009              |
| LeapFrog Enterprises, Inc. | quantumleappad.com       | Top Level Generic Domain | 2/8/2002                 | 2/8/2009               |
| LeapFrog Enterprises, Inc. | quantumleappad.info      | Top Level Generic Domain | 2/11/2002                | 2/11/2009              |
| LeapFrog Enterprises, Inc. | quantumleappad.net       | Top Level Generic Domain | 2/8/2002                 | 2/8/2009               |
| LeapFrog Enterprises, Inc. | quantumleappad.org       | Top Level Generic Domain | 2/8/2002                 | 2/8/2009               |
| LeapFrog Enterprises, Inc. | quantumpad.com           | Top Level Generic Domain | 7/31/2002                | 7/31/2009              |
| LeapFrog Enterprises, Inc. | sendsomeonethefinger.com | Top Level Generic Domain | 8/7/2007                 | 8/7/2009               |
| LeapFrog Enterprises, Inc. | shopleapfrog.com         | Top Level Generic Domain | 2/6/2004                 | 2/6/2009               |
| LeapFrog Enterprises, Inc. | tagschoolreader.com      | Top Level Generic Domain | 2/5/2008                 | 2/5/2010               |
| LeapFrog Enterprises, Inc. | ttspelling.com           | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | ttspelling.net           | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | ttspelling.org           | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | turbotwist.biz           | Top Level Generic Domain | 11/15/2001               | 11/18/2008             |
| LeapFrog Enterprises, Inc. | turbotwist.info          | Top Level Generic Domain | 9/22/2001                | 10/31/2008             |
| LeapFrog Enterprises, Inc. | turbotwist.net           | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | turbotwist.org           | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | turbotwistfact.com       | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | turbotwistfact.net       | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | turbotwistfact.org       | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | turbotwistmath.com       | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |

| <u>Grantor</u>             | <u>Domain</u>              | <u>Country</u>           | <u>Registration Date</u> | <u>Expiration Date</u> |
|----------------------------|----------------------------|--------------------------|--------------------------|------------------------|
| LeapFrog Enterprises, Inc. | turbotwistmath.net         | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | turbotwistmath.org         | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | turbotwistspelling.com     | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | turbotwistspelling.net     | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | turbotwistspelling.org     | Top Level Generic Domain | 5/17/2001                | 5/17/2009              |
| LeapFrog Enterprises, Inc. | turbotwistvocalculator.com | Top Level Generic Domain | 5/18/2001                | 5/18/2009              |
| LeapFrog Enterprises, Inc. | turbotwistvocalculator.net | Top Level Generic Domain | 5/18/2001                | 5/18/2009              |
| LeapFrog Enterprises, Inc. | turbotwistvocalculator.org | Top Level Generic Domain | 5/18/2001                | 5/18/2009              |
| LeapFrog Enterprises, Inc. | turnpaperon.com            | Top Level Generic Domain | 9/29/2004                | 9/29/2008              |
| LeapFrog Enterprises, Inc. | turtlepad.com              | Top Level Generic Domain | 4/2/2003                 | 4/2/2009               |
| LeapFrog Enterprises, Inc. | whoisscottjohnson.com      | Top Level Generic Domain | 7/15/2008                | 7/15/2010              |

### Trademarks

| <u>Grantor:</u>            | <u>Mark &amp; Country</u> | <u>Registration No.</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Issue Date</u> |
|----------------------------|---------------------------|-------------------------|------------------------|--------------------|-------------------|
| LeapFrog Enterprises, Inc. | <b>ABOVE &amp; BEYOND</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,767,819               | 76/375,049             | 2/26/2002          | 9/23/2003         |
| LeapFrog Enterprises, Inc. | <b>ALPHABET PAL</b>       |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,713,766               | 75/693,801             | 4/29/1999          | 5/6/2003          |
| LeapFrog Enterprises, Inc. | <b>BIG LEAP</b>           |                         |                        |                    |                   |
| LeapFrog Enterprises,      | UNITED STATES             | 3,399,999               | 78/902,163             | 6/6/2006           | 3/18/2008         |

| <u>Grantor:</u>            | <u>Mark &amp; Country</u>                            | <u>Registration No.</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Issue Date</u> |
|----------------------------|--|-------------------------|------------------------|--------------------|-------------------|
| Inc.                       |  |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | <b>Bouncing Frog Logo</b>                            |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES  | 2,940,696               | 78/183,753             | 11/11/2002         | 4/12/2005         |
| LeapFrog Enterprises, Inc. | <b>BRIGHTLINGS</b>                                   |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES  | 3,354,216               | 78/886,162             | 5/17/2006          | 12/11/2007        |
| LeapFrog Enterprises, Inc. | <b>BRIGHTLINGS A LEARNING CELEBRATION and Design</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES  | 3,369,925               | 77/019,087             | 10/11/2006         | 1/15/2008         |
| LeapFrog Enterprises, Inc. | <b>CLICK START</b>                                   |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES  | 3,392,416               | 77/020,657             | 10/13/2006         | 3/4/2008          |
| LeapFrog Enterprises, Inc. | <b>CLICK START and Design</b>                        |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES  | 3,389,453               | 77/024,296             | 10/18/2006         | 2/26/2008         |
| LeapFrog Enterprises, Inc. | <b>COUNTING PAL</b>                                  |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES  | 2,980,917               | 78/349,365             | 1/8/2004           | 8/2/2005          |
| LeapFrog Enterprises, Inc. | <b>CRAMMER</b>                                       |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES  |                         | 77/362,964             | 1/2/2008           |                   |



| <u>Grantor:</u>            | <u>Mark &amp; Country</u>                     | <u>Registration No.</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Issue Date</u> |
|----------------------------|---|-------------------------|------------------------|--------------------|-------------------|
| Inc.                       |   |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                 |                         | 77/362,943             | 1/2/2008           |                   |
| LeapFrog Enterprises, Inc. | <b>DIDJ &amp; Girl Head Design</b>            |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                 |                         | 77/345,166             | 12/5/2007          |                   |
| LeapFrog Enterprises, Inc. | <b>DIDJ &amp; Pirate-Wrestler Head Design</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                 |                         | 77/297,825             | 10/5/2007          |                   |
| LeapFrog Enterprises, Inc. | <b>DIDJ (stylized)</b>                        |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                 |                         | 77/297,816             | 10/5/2007          |                   |
| LeapFrog Enterprises, Inc. | <b>DIDJIVERSE</b>                             |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                 |                         | 77/358,113             | 12/21/2007         |                   |
| LeapFrog Enterprises, Inc. | <b>DREAMSCAPES</b>                            |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                 | 2,861,535               | 78/196,503             | 12/19/2002         | 7/6/2004          |
| LeapFrog Enterprises, Inc. | <b>FAMILYEDGE</b>                             |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                 | 2,716,094               | 75/983,152             | 9/29/1999          | 5/13/2003         |
| LeapFrog Enterprises,      | <b>FLASH MAGIC</b>                            |                         |                        |                    |                   |

| <u>Grantor:</u>            | <u>Mark &amp; Country</u>    | <u>Registration No.</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Issue Date</u> |
|----------------------------|------------------------------|-------------------------|------------------------|--------------------|-------------------|
| Inc.                       |                              |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                | 2,849,562               | 78/183,733             | 11/11/2002         | 6/1/2004          |
| LeapFrog Enterprises, Inc. | UNITED STATES                | 2,406,699               | 75/430,319             | 2/6/1998           | 11/21/2000        |
| LeapFrog Enterprises, Inc. | <b>FLY</b>                   |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                | 3,194,995               | 78/510,293             | 11/2/2004          | 1/2/2007          |
| LeapFrog Enterprises, Inc. | UNITED STATES                | 3,194,994               | 78/510,290             | 11/2/2004          | 1/2/2007          |
| LeapFrog Enterprises, Inc. | UNITED STATES                | 3,199,525               | 78/510,294             | 11/2/2004          | 1/16/2007         |
| LeapFrog Enterprises, Inc. | UNITED STATES                | 3,269,348               | 78/561,516             | 2/6/2005           | 7/24/2007         |
| LeapFrog Enterprises, Inc. | <b>FLY FRIENDS</b>           |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                | 3,195,044               | 78/561,515             | 2/6/2005           | 1/2/2007          |
| LeapFrog Enterprises, Inc. | <b>FLY FUSION</b>            |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                | 3,414,999               | 77/017,264             | 10/9/2006          | 4/22/2008         |
| LeapFrog Enterprises, Inc. | <b>FLY FUSION and Design</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                | 3,419,083               | 77/030,468             | 10/26/2006         | 4/29/2008         |
| LeapFrog Enterprises, Inc. | <b>Fly Logo (1.0)</b>        |                         |                        |                    |                   |

| <u>Grantor:</u>            | <u>Mark &amp; Country</u>  | <u>Registration No.</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Issue Date</u> |
|----------------------------|----------------------------|-------------------------|------------------------|--------------------|-------------------|
| Inc.                       |                            |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES              | 3,204,465               | 78/525,462             | 12/1/2004          | 1/30/2007         |
| LeapFrog Enterprises, Inc. | UNITED STATES              | 3,213,984               | 78/561,521             | 2/6/2005           | 2/27/2007         |
| LeapFrog Enterprises, Inc. | <b>FLY Logo (2.0)</b>      |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES              | 3,423,511               | 77/030,472             | 10/26/2006         | 5/6/2008          |
| LeapFrog Enterprises, Inc. | <b>FLY QUAD</b>            |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES              |                         | 77/314,002             | 10/25/2007         |                   |
| LeapFrog Enterprises, Inc. | <b>FLY QUAD and Design</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES              |                         | 77/324,138             | 11/7/2007          |                   |
| LeapFrog Enterprises, Inc. | <b>FLY THROUGH</b>         |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES              | 3,336,109               | 78/584,887             | 3/10/2005          | 11/13/2007        |
| LeapFrog Enterprises, Inc. | <b>FLYBALL</b>             |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES              | 3,199,585               | 78/561,522             | 2/6/2005           | 1/16/2007         |
| LeapFrog Enterprises, Inc. | <b>FLYCON</b>              |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES              | 3,211,862               | 78/561,512             | 2/6/2005           | 2/20/2007         |

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| Inc.                       |                                 |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | <b>FLYSTYLE</b>                 |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                   | 3,195,043               | 78/561,509             | 2/6/2005           | 1/2/2007          |
| LeapFrog Enterprises, Inc. | <b>FLYWARE</b>                  |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                   | 3,149,898               | 78/566,101             | 2/11/2005          | 9/26/2006         |
| LeapFrog Enterprises, Inc. | <b>FRIDGE FARM</b>              |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                   | 3,030,340               | 78/359,691             | 1/29/2004          | 12/13/2005        |
| LeapFrog Enterprises, Inc. | <b>FRIDGE PHONICS</b>           |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                   | 2,880,309               | 78/166,536             | 9/20/2002          | 8/31/2004         |
| LeapFrog Enterprises, Inc. | <b>FROM ASSESS TO SUCCESS</b>   |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                   | 2,566,212               | 76/213,623             | 2/21/2001          | 4/30/2002         |
| LeapFrog Enterprises, Inc. | <b>GIVE YOUR BABY THE WORLD</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                   | 3,216,197               | 78/201,340             | 1/8/2003           | 3/6/2007          |
| LeapFrog Enterprises, Inc. | <b>GO Sound</b>                 |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                   | 2,671,738               | 76/350,141             | 12/18/2001         | 1/7/2003          |

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| Inc.                       |                           |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | <b>GRANDPARENTSEGE</b>    |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,675,623               | 78/000,329             | 3/21/2000          | 1/14/2003         |
| LeapFrog Enterprises, Inc. | <b>GREAT READER</b>       |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,860,808               | 76/370,770             | 2/13/2002          | 7/6/2004          |
| LeapFrog Enterprises, Inc. | <b>HUG &amp; LEARN</b>    |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,300,772               | 75/444,999             | 3/5/1998           | 12/14/1999        |
| LeapFrog Enterprises, Inc. | <b>IQUEST</b>             |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,717,929               | 76/260,799             | 5/21/2001          | 5/20/2003         |
| LeapFrog Enterprises, Inc. | <b>LANGUAGE FIRST!</b>    |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,863,195               | 76/313,611             | 9/12/2001          | 7/13/2004         |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 3,137,989               | 78/531,847             | 12/13/2004         | 9/5/2006          |
| LeapFrog Enterprises, Inc. | <b>LEAP</b>               |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,798,129               | 75/983,190             | 5/14/1998          | 12/23/2003        |

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| LeapFrog Enterprises, Inc. | <b>LEAP FROG</b>                          |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 3,002,551               | 78/213,624             | 2/11/2003          | 9/27/2005         |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 3,412,903               | 78/698,761             | 8/23/2005          | 4/15/2008         |
| LeapFrog Enterprises, Inc. | <b>LEAP FROG &amp; 2008 Logo Design</b>   |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             |                         | 77/357,479             | 12/20/2007         |                   |
| LeapFrog Enterprises, Inc. | <b>LEAP FROG LEARNING PATH and Design</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             |                         | 77/326,193             | 11/9/2007          |                   |
| LeapFrog Enterprises, Inc. | <b>LEAP FROG LEARNING POND</b>            |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 2,671,162               | 76/197,256             | 1/19/2001          | 1/7/2003          |
| LeapFrog Enterprises, Inc. | <b>LEAP FROG PONDS</b>                    |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 2,745,489               | 75/618,414             | 1/11/1999          | 8/5/2003          |
| LeapFrog Enterprises, Inc. | <b>LEAP PARENT</b>                        |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 2,649,099               | 76/333,153             | 11/2/2001          | 11/12/2002        |
| LeapFrog Enterprises, Inc. | <b>LEAP STAGES</b>                        |                         |                        |                    |                   |

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| LeapFrog Enterprises, Inc. | UNITED STATES             | 3,187,854               | 78/234,272             | 4/4/2003           | 12/19/2006        |
| LeapFrog Enterprises, Inc. | <b>LEAPFROG</b>           |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,448,032               | 75/240,078             | 2/10/1997          | 5/1/2001          |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,534,369               | 75/239,516             | 2/10/1997          | 1/29/2002         |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,264,123               | 75/351,148             | 9/3/1997           | 7/27/1999         |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,534,370               | 75/239,538             | 2/10/1997          | 1/29/2002         |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,745,425               | 75/239,546             | 2/10/1997          | 8/5/2003          |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,534,368               | 75/239,425             | 2/10/1997          | 1/29/2002         |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 3,353,167               | 78/221,617             | 3/4/2003           | 12/11/2007        |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,120,195               | 74/635,980             | 2/17/1995          | 12/9/1997         |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,804,959               | 78/214,213             | 2/12/2003          | 1/13/2004         |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,635,552               | 75/239,399             | 2/10/1997          | 10/15/2002        |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,211,682               | 75/238,939             | 2/10/1997          | 12/15/1998        |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,534,367               | 75/238,938             | 2/10/1997          | 1/29/2002         |

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| LeapFrog Enterprises, Inc. | UNITED STATES                                  | 2,890,005               | 76/976,941             | 11/2/2001          | 9/28/2004         |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  |                         | 78/561,492             | 2/6/2005           |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  |                         | 78/561,491             | 2/6/2005           |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  |                         | 78/561,489             | 2/6/2005           |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  |                         | 78/624,758             | 5/6/2005           |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  |                         | 78/656,487             | 6/22/2005          |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  |                         | 78/952,797             | 8/15/2006          |                   |
| LeapFrog Enterprises, Inc. | <b>LEAPFROG (and Design - leaping off box)</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  | 2,169,827               | 74/635,811             | 2/17/1995          | 6/30/1998         |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  | 2,284,485               | 75/350,979             | 9/3/1997           | 10/12/1999        |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  | 2,726,463               | 76/260,798             | 5/21/2001          | 1/17/2003         |
| LeapFrog Enterprises, Inc. | <b>LEAPFROG BABY LOGO</b>                      |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  |                         | 78/509,843             | 11/1/2004          |                   |
| LeapFrog Enterprises, Inc. | <b>LEAPFROG INTERACTIVE</b>                    |                         |                        |                    |                   |



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| LeapFrog Enterprises, Inc. | UNITED STATES                             |                         | 78/213,627             | 2/11/2003          |                   |
| LeapFrog Enterprises, Inc. | <b>LEAPFROG SCHOOLHOUSE</b>               |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 2,869,873               | 75/764,192             | 7/30/1999          | 8/3/2004          |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 2,655,678               | 76/175,391             | 11/30/2000         | 12/3/2002         |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 3,016,568               | 76/175,320             | 11/30/2000         | 11/22/2005        |
| LeapFrog Enterprises, Inc. | <b>LEAPFROG SCHOOLHOUSE - Star Design</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             |                         | 78/480,966             | 9/9/2004           |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             |                         | 77/002,464             | 9/19/2006          |                   |
| LeapFrog Enterprises, Inc. | <b>LEAPLINK</b>                           |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 2,566,149               | 76/129,744             | 9/15/2000          | 4/30/2002         |
| LeapFrog Enterprises, Inc. | <b>LEAPPAD</b>                            |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 2,973,143               | 78/232,124             | 3/31/2003          | 7/19/2005         |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 2,491,192               | 75/645,939             | 2/19/1999          | 9/18/2001         |
| LeapFrog Enterprises, Inc. | <b>LEAPPEN</b>                            |                         |                        |                    |                   |

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| LeapFrog Enterprises, Inc. | UNITED STATES              |                         | 78/370,181             | 2/18/2004          |                   |
| LeapFrog Enterprises, Inc. | <b>LEAP'S PHONICS POND</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES              | 2,573,256               | 76/177,320             | 12/7/2000          | 5/28/2002         |
| LeapFrog Enterprises, Inc. | <b>LEAP'S POND</b>         |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES              | 2,847,957               | 76/213,319             | 2/16/2001          | 6/1/2004          |
| LeapFrog Enterprises, Inc. | <b>LeapStages Logo</b>     |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES              | 3,363,247               | 78/629,067             | 5/12/2005          | 1/1/2008          |
| LeapFrog Enterprises, Inc. | <b>LEAPSTART</b>           |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES              | 2,825,828               | 76/360,544             | 1/18/2002          | 3/23/2004         |
| LeapFrog Enterprises, Inc. | <b>LEAPSTER</b>            |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES              | 3,030,048               | 78/199,458             | 1/2/2003           | 12/13/2005        |
| LeapFrog Enterprises, Inc. | <b>LEAPSTER L-MAX</b>      |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES              | 3,163,773               | 78/534,492             | 12/17/2004         | 10/24/2006        |
| LeapFrog Enterprises, Inc. | UNITED STATES              | 3,172,250               | 78/534,493             | 12/17/2004         | 11/14/2006        |

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| LeapFrog Enterprises, Inc. | <b>LEAPTRACK</b>                         |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                            | 2,703,184               | 76/346,902             | 12/7/2001          | 4/1/2003          |
| LeapFrog Enterprises, Inc. | UNITED STATES                            | 2,782,719               | 76/346,901             | 12/7/2001          | 11/11/2003        |
| LeapFrog Enterprises, Inc. | <b>LEARN &amp; GROOVE</b>                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                            | 3,216,243               | 78/359,692             | 1/29/2004          | 3/6/2007          |
| LeapFrog Enterprises, Inc. | <b>LEARN SOMETHING NEW EVERY DAY</b>     |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                            | 2,699,680               | 76/328,270             | 10/19/2001         | 3/25/2003         |
| LeapFrog Enterprises, Inc. | UNITED STATES                            | 2,821,548               | 76/327,646             | 10/19/2001         | 3/9/2004          |
| LeapFrog Enterprises, Inc. | UNITED STATES                            | 2,867,250               | 76/328,271             | 10/19/2001         | 7/27/2004         |
| LeapFrog Enterprises, Inc. | <b>LEARN YOUR WAY THROUGH MUSIC PLAY</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                            | 2,819,801               | 78/201,515             | 1/9/2003           | 3/2/2004          |
| LeapFrog Enterprises, Inc. | <b>LEARNING BAND</b>                     |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                            | 3,184,405               | 78/359,697             | 1/29/2004          | 12/12/2006        |
| LeapFrog Enterprises, Inc. | <b>LEARNING FRIEND</b>                   |                         |                        |                    |                   |

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| LeapFrog Enterprises, Inc. | UNITED STATES                     | 2,769,363               | 78/195,768             | 12/18/2002         | 9/30/2003         |
| LeapFrog Enterprises, Inc. | <b>LEARNING FRIENDS</b>           |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                     | 3,265,973               | 78/629,072             | 5/12/2005          | 7/17/2007         |
| LeapFrog Enterprises, Inc. | <b>LEARNING SCREEN</b>            |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                     | 2,978,508               | 78/207,047             | 1/24/2003          | 7/26/2005         |
| LeapFrog Enterprises, Inc. | <b>LEARNING TOWN</b>              |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                     | 3,266,286               | 78/762,478             | 11/29/2005         | 7/17/2007         |
| LeapFrog Enterprises, Inc. | <b>LEARNING TOWN (and Design)</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                     | 3,314,599               | 78/886,125             | 5/17/2006          | 10/16/2007        |
| LeapFrog Enterprises, Inc. | <b>LETTER FACTORY</b>             |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                     | 3,353,172               | 78/231,522             | 3/28/2003          | 12/11/2007        |
| LeapFrog Enterprises, Inc. | <b>LITTLE LEAP</b>                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                     | 2,294,754               | 75/463,815             | 4/7/1998           | 11/23/1999        |
| LeapFrog Enterprises, Inc. | <b>LITTLE LEAPS</b>               |                         |                        |                    |                   |

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| LeapFrog Enterprises, Inc. | UNITED STATES                          | 3,331,767               | 78/769,484             | 12/8/2005          | 11/6/2007         |
| LeapFrog Enterprises, Inc. | <b>LITTLETOUCH</b>                     |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                          | 2,958,046               | 78/229,838             | 3/25/2003          | 5/31/2005         |
| LeapFrog Enterprises, Inc. | <b>LIVE ON THE FLY</b>                 |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                          |                         | 78/561,517             | 2/6/2005           |                   |
| LeapFrog Enterprises, Inc. | <b>LULU THE LETTER-SPINNING SPIDER</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                          | 3,218,677               | 78/537,445             | 12/22/2004         | 3/13/2007         |
| LeapFrog Enterprises, Inc. | <b>MATH CIRCUS</b>                     |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                          | 3,330,633               | 78/450,120             | 7/13/2004          | 11/6/2007         |
| LeapFrog Enterprises, Inc. | <b>MIND MANIA</b>                      |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                          | 2,944,907               | 78/207,050             | 1/24/2003          | 6/6/2003          |
| LeapFrog Enterprises, Inc. | <b>MIND STATION</b>                    |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                          | 2,650,442               | 76/213,315             | 2/16/2001          | 11/12/2002        |
| LeapFrog Enterprises, Inc. | <b>MIND WARS</b>                       |                         |                        |                    |                   |

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| LeapFrog Enterprises, Inc. | UNITED STATES                                  | 3,230,507               | 78/356,886             | 1/23/2004          | 4/17/2007         |
| LeapFrog Enterprises, Inc. | <b>MINDLINK</b>                                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  | 2,727,544               | 75/938,867             | 3/8/2000           | 6/17/2003         |
| LeapFrog Enterprises, Inc. | <b>Miscellaneous Design (Magic Pen Design)</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  | 2,903,165               | 78/219,911             | 2/27/2003          | 11/16/2004        |
| LeapFrog Enterprises, Inc. | <b>Miscellaneous Design (Magic Pen Tip)</b>    |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  | 2,903,166               | 78/219,914             | 2/27/2003          | 11/16/2004        |
| LeapFrog Enterprises, Inc. | <b>MY FAMILY AT A GLANCE</b>                   |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  | 2,523,546               | 78/010,412             | 5/30/2000          | 12/25/2001        |
| LeapFrog Enterprises, Inc. | <b>MY OWN LEARNING LEAP</b>                    |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  | 3,146,479               | 78/460,545             | 8/2/2004           | 9/19/2006         |
| LeapFrog Enterprises, Inc. | <b>NEARTOUCH</b>                               |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                                  | 2,153,155               | 75/976,889             | 9/11/1995          | 4/21/1998         |
| LeapFrog Enterprises, Inc. | <b>NEVER-ENDING LEARNING</b>                   |                         |                        |                    |                   |

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| LeapFrog Enterprises, Inc. | UNITED STATES                             | 2,658,998               | 76/345,072             | 12/4/2001          | 12/10/2002        |
| LeapFrog Enterprises, Inc. | <b>ODYSSEY</b>                            |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 2,695,399               | 76/398,086             | 4/19/2002          | 3/11/2003         |
| LeapFrog Enterprises, Inc. | <b>PENSAR ES CRECER</b>                   |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 9,16,28                 | 77/030,441             | 10/26/2006         | PENDING           |
| LeapFrog Enterprises, Inc. | <b>PHONICS BUS</b>                        |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 2,206,377               | 75/173,519             | 9/30/1996          | 12/1/1998         |
| LeapFrog Enterprises, Inc. | <b>PHONICS DESK</b>                       |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 2,206,378               | 75/173,520             | 9/30/1996          | 12/1/1998         |
| LeapFrog Enterprises, Inc. | <b>PHONICS TRAVELER</b>                   |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 2,119,426               | 75/173,521             | 9/30/1996          | 12/9/1997         |
| LeapFrog Enterprises, Inc. | <b>PLAY ANYWHERE... LEARN EVERYWHERE!</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                             | 3,225,748               | 78/602,558             | 4/5/2005           | 4/3/2007          |
| LeapFrog Enterprises, Inc. | <b>PRESS &amp; LEARN</b>                  |                         |                        |                    |                   |

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|----------------------------|---------------------------|-------------------------|------------------------|--------------------|-------------------|
| LeapFrog Enterprises, Inc. | UNITED STATES             | 3,199,443               | 78/460,543             | 8/2/2004           | 1/16/2007         |
| LeapFrog Enterprises, Inc. | <b>QUANTUM LEAP</b>       |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,705,238               | 76/220,435             | 3/6/2001           | 4/8/2003          |
| LeapFrog Enterprises, Inc. | <b>QUANTUM PAD</b>        |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,751,193               | 76/370,481             | 2/12/2002          | 8/12/2003         |
| LeapFrog Enterprises, Inc. | <b>READY, SET, LEAP!</b>  |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,947,709               | 78/255,405             | 5/28/2003          | 5/10/2005         |
| LeapFrog Enterprises, Inc. | <b>ROLL &amp; RHYME</b>   |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,856,919               | 78/196,504             | 12/19/2002         | 6/22/2004         |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 9,16,18                 | 78/738,516             | 10/21/2005         | ABANDONE          |
| LeapFrog Enterprises, Inc. | <b>SEE THE LEARNING</b>   |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 09,16,28                | 77/357,470             | 12/20/2007         | PENDING           |
| LeapFrog Enterprises, Inc. | <b>STORYBLOCK</b>         |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES             | 2,759,958               | 76/355,395             | 1/4/2002           | 9/2/2003          |



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|----------------------------|----------------------------------|-------------------------|------------------------|--------------------|-------------------|
| LeapFrog Enterprises, Inc. | <b>TAG and Design</b>            |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                    |                         | 77/316,437             | 10/29/2007         |                   |
| LeapFrog Enterprises, Inc. | <b>TAKE LEARNING TO THE MAX!</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                    | 3,269,492               | 78/602,560             | 4/5/2005           | 7/24/2007         |
| LeapFrog Enterprises, Inc. | <b>TALKING WORDS FACTORY</b>     |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                    | 3,340,902               | 78/450,123             | 7/13/2004          | 11/20/2007        |
| LeapFrog Enterprises, Inc. | <b>THINK &amp; GO</b>            |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                    | 2,455,717               | 75/445,409             | 2/28/1998          | 5/29/2001         |
| LeapFrog Enterprises, Inc. | <b>TOUCH &amp; TUG</b>           |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                    | 3,165,998               | 78/370,208             | 2/18/2004          | 10/31/2006        |
| LeapFrog Enterprises, Inc. | <b>TURBO TWIST</b>               |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                    | 2,534,765               | 75/916,584             | 2/11/2000          | 1/29/2002         |
| LeapFrog Enterprises, Inc. | <b>TWIST &amp; SHOUT</b>         |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                    | 2,453,490               | 75/437,996             | 2/20/1998          | 5/22/2001         |

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| LeapFrog Enterprises, Inc. | <b>UNLOCKING LEARNING POTENTIAL</b> |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                       | 3,276,305               | 78/463,482             | 8/6/2004           | 8/7/2007          |
| LeapFrog Enterprises, Inc. | UNITED STATES                       | 3,389,407               | 77/002,502             | 9/19/2006          | 2/26/2008         |
| LeapFrog Enterprises, Inc. | <b>WORD LAUNCH</b>                  |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | UNITED STATES                       |                         | 77/062,062             | 12/12/2006         |                   |

**Trade Names**

**Grantor**

LeapFrog Enterprises, Inc.

LeapFrog Enterprises, Inc.

**Names**

LeapFrog Enterprises, Inc.

LeapFrog School

**SCHEDULE C:**

**Copyrights**

| <u>Grantor</u>             | <u>Title of Work/Title</u> | <u>Country</u> | <u>Registration No.</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Issue Date</u> |
|----------------------------|----------------------------|----------------|-------------------------|------------------------|--------------------|-------------------|
| LeapFrog Enterprises, Inc. | 3rd GRADE GRAMMAR          | US             | TX6-176,225             | TX6-176,225            | 4/22/2005          | 4/22/2005         |
| LeapFrog Enterprises, Inc. | 3rd GRADE SCIENCE          | US             | TX 6-454-491            | TX 6-454-491           | 11/1/2006          | 11/1/2006         |
| LeapFrog Enterprises, Inc. | 4th GRADE SCIENCE          | US             | TX6-084,320             | TX6-084,320            | 11/24/2004         | 12/8/2004         |
| LeapFrog Enterprises, Inc. | A BARK IN THE DARK         | US             | TX 5-817,381            | TX 5-817,381           | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | A DAY AT MOSS LAKE         | US             | TX5-829,122             | TX5-829,122            | 10/22/2003         | 10/22/2003        |
| LeapFrog Enterprises, Inc. | A DAY ON THE RANCH         | US             | TX6-176,192             | TX6-176,192            | 12/29/2004         | 1/5/2005          |
| LeapFrog Enterprises, Inc. | A FISHERMAN'S TALE         | US             | TX 5-866,852            | TX 5-866,852           | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | A NATURE WALK              | US             | TX6-189,029             | TX6-189,029            | 4/22/2005          | 4/22/2005         |
| LeapFrog Enterprises, Inc. | A SUNNY FUNNY DAY IN MAY   | US             | TX6-211,618             | TX6-211,618            | 8/4/2005           | 8/4/2005          |
| LeapFrog Enterprises, Inc. | A SURPRISING TEACHER       | US             | TX5-817,380             | TX5-817,380            | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | A TAD TOO MUCH             | US             | TX5-816,827             | TX5-816,827            | 9/30/2003          | 9/30/2003         |
| LeapFrog Enterprises, Inc. | A TO Z ADVENTURE           | US             | TX 6,072,999            | TX 6,072,999           | 11/24/2004         | 12/8/2004         |

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|----------------------------|---|----------------|-------------------------|------------------------|--------------------|-------------------|
| LeapFrog Enterprises, Inc. | A TRIP AROUND TOWN                              | US             | 3075                    | 3075                   | 4 /3 /2008         | 4 /3 /2008        |
| LeapFrog Enterprises, Inc. | A YEAR ON MY STREET                             | US             | TX6-090,846             | TX6-090,846            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | ALL ABOUT ME                                    | US             | TX 6-176,195            | TX 6-176,195           | 12/29/2004         | 1 /5 /2005        |
| LeapFrog Enterprises, Inc. | ALL ABOUT MY HOME                               | US             | TX 6-176,196            | TX 6-176,196           | 12/29/2004         | 1 /5 /2005        |
| LeapFrog Enterprises, Inc. | ALL ABOUT SCHOOL                                | US             | TX 6-176,191            | TX 6-176,191           | 12/29/2004         | 1 /5 /2005        |
| LeapFrog Enterprises, Inc. | ALL AROUND ME STORYBOOK SERIES TEACHER'S MANUAL | US             | 3110                    | 3110                   | 4 /3 /2008         | 4 /3 /2008        |
| LeapFrog Enterprises, Inc. | ALPHABET ADVENTURES                             | US             | TX 5-818,918            | TX 5-818,918           | 9 /30/2003         | 9 /30/2003        |
| LeapFrog Enterprises, Inc. | ALPHABET CARDS                                  | US             | TX6-352-769             | TX6-352-769            | 4 /6 /2006         | 4 /6 /2006        |
| LeapFrog Enterprises, Inc. | Alphabet Character: A STUDENT                   | US             | VA1-251,904             | VA1-251,904            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: A TRAINER                   | US             | VA1-251,918             | VA1-251,918            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: B STUDENT                   | US             | VA1-251,910             | VA1-251,910            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: B TRAINER                   | US             | VA1-251,909             | VA1-251,909            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: C STUDENT                   | US             | VA1-251,916             | VA1-251,916            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog                   | Alphabet Character: C TRAINER                   | US             | VA1-251,912             | VA1-251,912            | 2 /17/2004         | 2 /17/2004        |

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|----------------------------|-------------------------------|----------------|-------------------------|------------------------|--------------------|-------------------|
| Enterprises, Inc.          |                               |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | Alphabet Character: D STUDENT | US             | VA1-251,919             | VA1-251,919            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: D TRAINER | US             | VA1-251,917             | VA1-251,917            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: E STUDENT | US             | VA1-251,914             | VA1-251,914            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: E TRAINER | US             | VA1-251,911             | VA1-251,911            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: F STUDENT | US             | VA1-251,913             | VA1-251,913            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: F TRAINER | US             | VA1-251,908             | VA1-251,908            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: G STUDENT | US             | VA1-251,903             | VA1-251,903            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: G TRAINER | US             | VA1-251,915             | VA1-251,915            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: H STUDENT | US             | VA1-251,920             | VA1-251,920            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: H TRAINER | US             | VA1-251,907             | VA1-251,907            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: I STUDENT | US             | VA1-251,906             | VA1-251,906            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: I TRAINER | US             | VA1-251,905             | VA1-251,905            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: J STUDENT | US             | VA1-237,086             | VA1-237,086            | 3 /3 /2004         | 3 /3 /2004        |

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|----------------------------|--------------------------------|----------------|-------------------------|------------------------|--------------------|-------------------|
| LeapFrog Enterprises, Inc. | Alphabet Character: J TRAINER  | US             | VA1-237,087             | VA1-237,087            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: K STUDENT  | US             | VA1-237,084             | VA1-237,084            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: K TRAINER  | US             | VA1-237,085             | VA1-237,085            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: L STUDENT  | US             | VA1-237,082             | VA1-237,082            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: L TRAINER  | US             | VA1-237,083             | VA1-237,083            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: M STUDENT  | US             | VA1-237,080             | VA1-237,080            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: M TRAINER  | US             | VA1-237,081             | VA1-237,081            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: N STUDENT  | US             | VA1-237,077             | VA1-237,077            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: N TRAINER  | US             | VA1-237,079             | VA1-237,079            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: O STUDENTS | US             | VA1-237,076             | VA1-237,076            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: O TRAINER  | US             | VA1-237,078             | VA1-237,078            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: P STUDENT  | US             | VA1-237,075             | VA1-237,075            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: P TRAINER  | US             | VA1-237,074             | VA1-237,074            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog                   | Alphabet Character: Q TRAINER  | US             | VA1-271,197             | VA1-271,197            | 2 /20/2004         | 2 /20/2004        |

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|----------------------------|---------------------------------|----------------|-------------------------|------------------------|--------------------|-------------------|
| Enterprises, Inc.          |                                 |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | Alphabet Character: R STUDENT   | US             | VA1-237,072             | VA1-237,072            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: R TRAINER   | US             | VA1-237,073             | VA1-237,073            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: S TRAINER   | US             | VA1-271,196             | VA1-271,196            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: T STUDENT   | US             | VA1-246,461             | VA1-246,461            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: T TRAINER   | US             | VA1-246,450             | VA1-246,450            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: U STUDENT   | US             | VA1-256,351             | VA1-256,351            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: U TRAINER   | US             | VA1-246,453             | VA1-246,453            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: V STUDENT   | US             | VA1-246,455             | VA1-246,455            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: VIBRATING V | US             | VA1-246,454             | VA1-246,454            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: W RAPPER    | US             | VA1-246,457             | VA1-246,457            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: W STUDENT   | US             | VA1-246,458             | VA1-246,458            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: W TRAINER   | US             | VA1-246,456             | VA1-246,456            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: X STUDENT   | US             | VA1-246,459             | VA1-246,459            | 2 /20/2004         | 2 /20/2004        |

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|----------------------------|-------------------------------|----------------|-------------------------|------------------------|--------------------|-------------------|
| LeapFrog Enterprises, Inc. | Alphabet Character: Y STUDENT | US             | VA1-246,462             | VA1-246,462            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: Y TRAINER | US             | VA1-246,460             | VA1-246,460            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: Z Student | US             | VA1-246-452             | VA1-246-452            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | Alphabet Character: Z TRAINER | US             | VA1-246,451             | VA1-246,451            | 2 /20/2004         | 2 /20/2004        |
| LeapFrog Enterprises, Inc. | ALPHABET PAL                  | US             | VA 1,035,730            | VA 1,035,730           | 4 /15/2000         | 4 /15/2000        |
| LeapFrog Enterprises, Inc. | AMAZING ANIMALS               | US             | TX6-184,098             | TX6-184,098            | 4 /25/2005         | 5 /4 /2005        |
| LeapFrog Enterprises, Inc. | AMAZING INVENTIONS            | US             | TX6-176,226             | TX6-176,226            | 4 /22/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | AMAZING MAMMALS               | US             | TX5-828,439             | TX5-828,439            | 10/22/2003         | 10/22/2003        |
| LeapFrog Enterprises, Inc. | AMERICAN HEROES               | US             | TX6-183,280             | TX6-183,280            | 4 /25/2005         | 5 /4 /2005        |
| LeapFrog Enterprises, Inc. | ANIMAL WORLD                  | US             | TX 6-251,656            | TX 6-251,656           | 10/7 /2005         | 10/17/2005        |
| LeapFrog Enterprises, Inc. | ANIMALS EVERYWHERE            | US             | TX6-189,028             | TX6-189,028            | 4 /22/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | ANNA'S FIRST BALLET           | US             | TX6-349-362             | TX6-349-362            | 4 /6 /2006         | 4 /6 /2006        |
| LeapFrog Enterprises, Inc. | ARNI THE ALLIGATOR            | US             | VAU 613,493             | VAU 613,493            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog                   | AROUND THE BLOCK              | US             | TX6-124,846             | TX6-124,846            | 12/29/2004         | 1 /7 /2005        |



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|----------------------------|--|----------------|-------------------------|------------------------|--------------------|-------------------|
| Enterprises, Inc.          |  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | AT THE ART MART                              | US             | TX6-090,848             | TX6-090,848            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | AT THE LAKE IN JUNE                          | US             | TX6-124,849             | TX6-124,849            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | AT THE SHORE                                 | US             | TX6-090,842             | TX6-090,842            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | AWESOME ATHLETES                             | US             | TX6-189,031             | TX6-189,031            | 4 /22/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | BABY COUNTING PAL PLUSH                      | US             | VA1,349-919             | VA1,349-919            | 4 /12/2006         | 4 /12/2006        |
| LeapFrog Enterprises, Inc. | BABY TAD MINI PLUSH                          | US             | VA1-293,631             | VA1-293,631            | 11/24/2004         | 12/6 /2004        |
| LeapFrog Enterprises, Inc. | BABY VA DE COMPRAS                           | US             | TX6-212,267             | TX6-212,267            | 8 /4 /2005         | 8 /4 /2005        |
| LeapFrog Enterprises, Inc. | BATILDA                                      | US             | VAU 591,477             | VAU 591,477            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | BEETLE                                       | US             | VAU 613,495             | VAU 613,495            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | BEN  | US             | VA1-578,482             | VA1-578,482            | 3 /3 /2003         | 3 /3 /2003        |
| LeapFrog Enterprises, Inc. | BIG BOOK TEACHING CARDS - NATURE'S TREASURES | US             | TX6-509-944             | TX6-509-944            | 1 /11/2007         | 1 /29/2007        |
| LeapFrog Enterprises, Inc. | BINGO GAME                                   | US             | 3160                    | 3160                   | 4 /3 /2008         | 4 /3 /2008        |
| LeapFrog Enterprises, Inc. | BOATS AFLOAT                                 | US             | TX6-124,856             | TX6-124,856            | 12/29/2004         | 1 /3 /2005        |

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|----------------------------|--------------------------------------|----------------|-------------------------|------------------------|--------------------|-------------------|
| Inc.                       |                                      |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | CAKE AND MICE CREAM                  | US             | TX5-818,919             | TX5-818,919            | 9 /30/2003         | 9 /30/2003        |
| LeapFrog Enterprises, Inc. | CAPTAIN OCTOPUS                      | US             | VAU 591,470             | VAU 591,470            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | CASEY                                | US             | VA1,061,999             | VA1,061,999            | 8 /7 /2000         | 8 /7 /2000        |
| LeapFrog Enterprises, Inc. | CASEY CAT HAS A HAT                  | US             | TX6-124,841             | TX6-124,841            | 12/29/2004         | 1 /7 /2005        |
| LeapFrog Enterprises, Inc. | Characters: Little Leaps BUN-BUN     | US             | VA 1-374-132            | VA 1-374-132           | 7 /13/2006         | 7 /17/2006        |
| LeapFrog Enterprises, Inc. | Characters: Little Leaps LULU        | US             | VA1-374-134             | VA1-374-134            | 7 /17/2006         | 7 /17/2006        |
| LeapFrog Enterprises, Inc. | Characters: Little Leaps NESTOR      | US             | VA1-374-135             | VA1-374-135            | 7 /13/2006         | 7 /17/2006        |
| LeapFrog Enterprises, Inc. | Characters: Little Leaps SAMI        | US             | VA1-374-133             | VA1-374-133            | 7 /13/2006         | 7 /17/2006        |
| LeapFrog Enterprises, Inc. | COUNT & PAINT NUMBERS CREATIVITY KIT | US             | TX6-346-751             | TX6-346-751            | 4 /6 /2006         | 4 /6 /2006        |
| LeapFrog Enterprises, Inc. | COUNT LEAP TO SLEEP                  | US             | TX6-356-511             | TX6-356-511            | 4 /6 /2006         | 4 /6 /2006        |
| LeapFrog Enterprises, Inc. | COUNTING HOUSE ANIMAL PARTY - plush  | US             | VA 1-379-607            | VA 1-379-607           | 4 /12/2006         | 4 /12/2006        |
| LeapFrog Enterprises, Inc. | COUNTING ON LEAP                     | US             | TX5-836,930             | TX5-836,930            | 10/22/2003         | 10/22/2003        |
| LeapFrog Enterprises, Inc. | COUNTING PAL                         | US             | VA1,152,529             | VA1,152,529            | 7 /25/2002         | 7 /25/2002        |

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|----------------------------|--|----------------|-------------------------|------------------------|--------------------|-------------------|
| LeapFrog Enterprises, Inc. | DAD  | US             | VA1,062,001             | VA1,062,001            | 8 /7 /2000         | 8 /7 /2000        |
| LeapFrog Enterprises, Inc. | DAN  | US             | VA 1,062,004            | VA 1,062,004           | 8 /7 /2000         | 8 /7 /2000        |
| LeapFrog Enterprises, Inc. | DAN'S GAME   | US             | TX6-176,194             | TX6-176,194            | 12/29/2004         | 1 /5 /2005        |
| LeapFrog Enterprises, Inc. | DELLA  | US             | VA1,062,003             | VA1,062,003            | 1 /29/2001         | 8 /7 /2000        |
| LeapFrog Enterprises, Inc. | DOT Character  | US             | VA1-293,629             | VA1-293,629            | 11/24/2004         | 12/6 /2004        |
| LeapFrog Enterprises, Inc. | EARLY LITERACY DIAGNOSTIC PHONEMIC AWARENESS LEVEL TWO P04 | US             |                         | NA                     | 5 /2 /2008         |                   |
| LeapFrog Enterprises, Inc. | EARLY LITERACY GRAPHOPHONEMIC KNOWLEDGE P08                | US             | TX6-517-447             | TX6-517-447            | 1 /22/2007         | 1 /22/2007        |
| LeapFrog Enterprises, Inc. | EASY READER PHONICS KIT 1                                  | US             | TX6-234,775             | TX6-234,775            | 10/17/2005         | 10/17/2005        |
| LeapFrog Enterprises, Inc. | EASY READER PHONICS KIT 2                                  | US             | TX6-234,774             | TX6-234,774            | 10/17/2005         | 10/17/2005        |
| LeapFrog Enterprises, Inc. | EDISON   | US             | VA1,062,006             | VA1,062,006            | 8 /7 /2000         | 8 /7 /2000        |
| LeapFrog Enterprises, Inc. | EDUARDO'S BUS TRIP   | US             | TX6-207,652             | TX6-207,652            | 12/9 /2004         | 1 /27/2005        |
| LeapFrog Enterprises, Inc. | ENGLISH LEAPDESK PRE-K BLUE SET 1                          | US             | VA1-298,592             | VA1-298,592            | 2 /24/2005         | 2 /24/2005        |
| LeapFrog Enterprises, Inc. | ENGLISH LEAPDESK PRE-K GREEN SET 1                         | US             | VA1-298,003             | VA1-298,003            | 2 /24/2005         | 2 /24/2005        |
| LeapFrog                   | ENGLISH LEAPDESK PRE-K GREEN SET 2                         | US             | VA1-298,593             | VA1-298,593            | 2 /28/2005         | 2 /28/2005        |

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| Enterprises, Inc.          |   |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | EVERYONE CAN HELP   | US             | TX6-189,026             | TX6-189,026            | 4 /22/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | FACES IN FARAWAY PLACES   | US             | TX6-184,099             | TX6-184,099            | 4 /25/2005         | 5 /4 /2005        |
| LeapFrog Enterprises, Inc. | FAIR IS FAIR  | US             | TX5-817,382             | TX5-817,382            | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | FAVORITE FAIRY TALES  | US             | TX5-829,889             | TX5-829,889            | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | FIRE ANT  | US             | VAU 598,816             | VAU 598,816            | 7 /16/2003         | 8 /5 /2003        |
| LeapFrog Enterprises, Inc. | FLY FRIENDS QUIZ KIT  | US             | TX6-352-792             | TX6-352-792            | 4 /6 /2006         | 4 /6 /2006        |
| LeapFrog Enterprises, Inc. | FLY FRIENDS SLUMBER PARTY PACK  | US             | TX6-352-801             | TX6-352-801            | 4 /5 /2006         | 4 /5 /2006        |
| LeapFrog Enterprises, Inc. | FLY GAMES VOLUME 1  | US             | TX6-349-337             | TX6-349-337            | 4 /26/2006         | 4 /26/2006        |
| LeapFrog Enterprises, Inc. | FLY THROUGH MATH GRADES 4-6 MULTIPLICATION AND DIVISION FLIGHT MANUAL AND PAPER PAD | US             | TX6-349,370             | TX6-349,370            | 4 /6 /2006         | 4 /6 /2006        |
| LeapFrog Enterprises, Inc. | FLY THROUGH SPANISH   | US             | TX6-332-323             | TX6-332-323            | 4 /6 /2006         | 4 /6 /2006        |
| LeapFrog Enterprises, Inc. | FLY THROUGH SPELLING GRADES 3-5   | US             | TX6-332,322             | TX6-332,322            | 4 /6 /2006         | 4 /6 /2006        |
| LeapFrog Enterprises, Inc. | FLY THROUGH SPELLING REFILL PAPER   | US             | TX6-348-266             | TX6-348-266            | 4 /6 /2006         | 4 /6 /2006        |
| LeapFrog Enterprises, Inc. | FLY THROUGH TESTS GRADES 6-8  | US             | TX6-332-321             | TX6-332-321            | 4 /6 /2006         | 4 /6 /2006        |

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| Inc.                       |  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | FOOD FUN                               | US             | TX6-189,027             | TX6-189,027            | 4/22/2005          | 4/22/2005         |
| LeapFrog Enterprises, Inc. | FUN DAYS                               | US             | TX 6-124,847            | TX 6-124,847           | 12/29/2004         | 1/7/2005          |
| LeapFrog Enterprises, Inc. | FUN TIME                               | US             | TX 6,302,510            | TX 6,302,510           |                    | 4/22/2005         |
| LeapFrog Enterprises, Inc. | FUNHOUSE DOOR                          | US             | VAU595,727              | VAU595,727             | 7/16/2003          | 8/1/2003          |
| LeapFrog Enterprises, Inc. | GEOGRAPHY: THE SEVEN CONTINENTS        | US             | TX5-866,851             | TX5-866,851            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | GET READY FOR POTTY TIME!              | US             | TX6-356-512             | TX6-356-512            | 4/6/2006           | 4/6/2006          |
| LeapFrog Enterprises, Inc. | GRANDPA                                | US             | VA1 061,998             | VA1 061,998            | 8/7/2000           | 8/7/2000          |
| LeapFrog Enterprises, Inc. | GRIDDLY DIDDLY<br>1/SOFTWARE CODE 1996 | US             | TX5-785,158             | TX5-785,158            | 7/31/2003          | 7/31/2003         |
| LeapFrog Enterprises, Inc. | HELPING HANDS                          | US             | TX6-176,224             | TX6-176,224            | 4/22/2005          | 4/22/2005         |
| LeapFrog Enterprises, Inc. | HERE, THERE, AND EVERYWHERE            | US             | 3070                    | 3070                   | 4/3/2008           | 4/3/2008          |
| LeapFrog Enterprises, Inc. | HIDE AND SEEK SOUNDS                   | US             | TX6-211,615             | TX6-211,615            | 8/4/2005           | 8/4/2005          |
| LeapFrog Enterprises, Inc. | HIT IT MAESTRO                         | US             | TX5-879,873             | TX5-879,873            | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | HOME DAYS                              | US             | TX 6-124,852            | TX 6-124,852           | 12/29/2004         | 1/3/2005          |

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| LeapFrog Enterprises, Inc. | HUG & LEARN ANIMAL GLOBE PLUSH | US             | VA 1,379,608            | VA 1,379,608           | 4 /12/2006         | 4 /12/2006        |
| LeapFrog Enterprises, Inc. | HUG & LEARN BABY TAD           | US             | VA1 035,729             | VA1 035,729            | 4 /21/2000         | 4 /21/2000        |
| LeapFrog Enterprises, Inc. | HUG & LEARN BABY TAD PLUSH     | US             | VA1,349-920             | VA1,349-920            | 4 /12/2006         | 4 /12/2006        |
| LeapFrog Enterprises, Inc. | I KNOW MY ABC'S                | US             | TX5-967,311             | TX5-967,311            | 9 /30/2003         | 9 /30/2003        |
| LeapFrog Enterprises, Inc. | I KNOW MY BLENDS AND DIAGRAPHS | US             | TX 5-818,920            | TX 5-818,920           | 9 /30/2003         | 9 /30/2003        |
| LeapFrog Enterprises, Inc. | I KNOW MY LONG VOWELS          | US             | TX 5-866,850            | TX 5-866,850           | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | I KNOW MY SHORT VOWELS         | US             | TX 5-974,915            | TX 5-974,915           | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | I SPY IN THE SKY               | US             | TX6-090,845             | TX6-090,845            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | IF I WERE...                   | US             | TX6 072,998             | TX6 072,998            | 11/24/2004         | 12/8 /2004        |
| LeapFrog Enterprises, Inc. | INTERACTIVE GRID DESIGN        | US             | VA1-229,038             | VA1-229,038            | 3 /17/2003         | 3 /17/2003        |
| LeapFrog Enterprises, Inc. | IQUEST TEACHER'S MANUAL        | US             | TX 6-248,668            | TX 6-248,668           | 10/7 /2005         | 10/17/2005        |
| LeapFrog Enterprises, Inc. | IT'S A MYSTERY                 | US             | TX6-197,078             | TX6-197,078            | 6 /13/2005         | 6 /13/2005        |
| LeapFrog Enterprises, Inc. | JUST TO BE SAFE                | US             | TX6-099,638             | TX6-099,638            | 12/9 /2004         | 1 /27/2005        |
| LeapFrog                   | KINDERGARTEN MATH              | US             | TX 6,072,962            | TX 6,072,962           | 11/24/2004         | 12/8 /2004        |

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| Enterprises, Inc.          |  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | LANGUAGE ART GRADE 4 L1-8, L10 L12 L14-L15 90099-99903 | US             | TX 6-454-848            | TX 6-454-848           | 10/25/2006         | 10/25/2006        |
| LeapFrog Enterprises, Inc. | LANGUAGE ARTS GRADE 1 L16-L18 96094-99903              | US             | VA1-398-389             | VA1-398-389            | 1/29/2007          | 1/29/2007         |
| LeapFrog Enterprises, Inc. | LANGUAGE ARTS GRADE 1 L1-L9, L12-L15                   | US             | VA 1-337,164            | VA 1-337,164           | 10/7/2005          | 10/17/2005        |
| LeapFrog Enterprises, Inc. | LANGUAGE ARTS GRADE 1 R1-R5                            | US             | VA1-326,565             | VA1-326,565            | 8/5/2005           | 8/5/2005          |
| LeapFrog Enterprises, Inc. | LANGUAGE ARTS GRADE 2 L1, L3-L9 & L11-L15              | US             | VA1-326,566             | VA1-326,566            | 8/5/2005           | 8/5/2005          |
| LeapFrog Enterprises, Inc. | LANGUAGE ARTS GRADE 2 L16-L21 96095-99903              | US             | VA1-405-326             | VA1-405-326            | 1/11/2007          | 1/22/2007         |
| LeapFrog Enterprises, Inc. | LANGUAGE ARTS GRADE 5 L1 AND L12 LABELS                | US             | VA 1-331,290            | VA 1-331,290           | 8/1/2005           | 8/4/2005          |
| LeapFrog Enterprises, Inc. | LANGUAGE ARTS L2-L10 GRADE 3                           | US             | 3065                    | 3065                   | 4/3/2008           | 4/3/2008          |
| LeapFrog Enterprises, Inc. | LANGUAGE FIRST ANIMALS (ORANGE) K-5                    | US             | 3090                    | 3090                   | 4/3/2008           | 4/3/2008          |
| LeapFrog Enterprises, Inc. | LANGUAGE FIRST ANIMALS (PURPLE) PreK-2                 | US             | 3060                    | 3060                   | 4/3/2008           | 4/3/2008          |
| LeapFrog Enterprises, Inc. | LANGUAGE FIRST TEACHER'S EDITION - ANIMALS             | US             | TX6-515-642             | TX6-515-642            | 1/11/2007          | 1/22/2007         |
| LeapFrog Enterprises, Inc. | LANGUAGE FIRST TEACHER'S EDITION - NATURE'S FURY       | US             | TX6-515-640             | TX6-515-640            | 1/11/2007          | 1/22/2007         |
| LeapFrog Enterprises, Inc. | LANGUAGE FIRST! ANIMALS-GREEN                          | US             | TX6-211,617             | TX6-211,617            | 8/4/2005           | 8/4/2005          |

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| Inc.                       |  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | LANGUAGE FIRST! ANIMALS-BLUE                           | US             | TX6-211,616             | TX6-211,616            | 8 /4 /2005         | 8 /4 /2005        |
| LeapFrog Enterprises, Inc. | LEAP   | US             | VA1 062,002             | VA1 062,002            | 4 /21/2000         | 8 /7 /2000        |
| LeapFrog Enterprises, Inc. | LEAP AND THE LOST DINOSAUR (Cards and Book)            | US             | TX 6,075,216            | TX 6,075,216           | 11/24/2004         | 12/8 /2004        |
| LeapFrog Enterprises, Inc. | LEAP HOPS, POPS AND MOPS!                              | US             | TX6-124,851             | TX6-124,851            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | LEAP INTO LEARNING BOOK (original included book)       | US             | TX 5,488,850            | TX 5,488,850           | 4 /2 /2002         | 4 /2 /2002        |
| LeapFrog Enterprises, Inc. | LEAP SCRUBS UP   | US             | TX6-124,844             | TX6-124,844            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | LEAP TO THE MOON                                       | US             | TX5-879,874             | TX5-879,874            | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | LEAP TRIES AGAIN                                       | US             | TX5-817,384             | TX5-817,384            | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | LEAPFROG EXPRESS                                       | US             | VA 916,059              | VA 916,059             | 9 /14/1998         | 9 /14/1998        |
| LeapFrog Enterprises, Inc. | LEAPFROG SKILLS CARDS R1-R40 BATCH 3 READING - GRADE 5 | US             | VA1-398-385             | VA1-398-385            | 1 /29/2007         | 1 /29/2007        |
| LeapFrog Enterprises, Inc. | LEAPMAT TEACHER'S MANUAL                               | US             | 3115                    | 3115                   | 4 /3 /2008         | 4 /3 /2008        |
| LeapFrog Enterprises, Inc. | LEAPPAD BOOK BORDER DESIGN                             | US             | VA1 121,072             | VA1 121,072            | 2 /27/2002         | 2 /27/2002        |
| LeapFrog Enterprises, Inc. | LEAPPAD DESIGN VERSION 1                               | CN             | N/A                     | N/A                    | 6 /13/2003         | 6 /13/2003        |



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| LeapFrog Enterprises, Inc. | LEAPPAD DESIGN VERSION 2  | CN             | N/A                     | N/A                    | 6 /15/2003         | 6 /15/2003        |
| LeapFrog Enterprises, Inc. | LEAPPAD PUZZLE (LEAP'S ANIMAL ALPHABET)                                     | US             | VA1-289,076             | VA1-289,076            | 10/27/2004         | 10/25/2004        |
| LeapFrog Enterprises, Inc. | LEAP'S BIG BIG BAG  | US             | TX6-124,853             | TX6-124,853            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | LEAP'S BIG DAY  | US             | TX6-176,189             | TX6-176,189            | 12/29/2004         | 1 /5 /2005        |
| LeapFrog Enterprises, Inc. | LEAP'S BIRTHDAY SURPRISE  | US             | TX 5,488,851            | TX 5,488,851           | 4 /2 /2002         | 4 /2 /2002        |
| LeapFrog Enterprises, Inc. | LEAP'S FRIENDS FROM A TO Z  | US             | TX5-828,438             | TX5-828,438            | 10/22/2003         | 10/22/2003        |
| LeapFrog Enterprises, Inc. | LEAP'S POND Vol. 1 Issue 1 (Retail)   | US             | TX6-097,938             | TX6-097,938            | 10/25/2004         | 10/25/2004        |
| LeapFrog Enterprises, Inc. | LEAP'S SNACK  | US             | TX6-124,845             | TX6-124,845            | 12/29/2004         | 1 /7 /2005        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CARDS GRADE 2 MATH M1-M20   | US             | VA1-326,567             | VA1-326,567            | 8 /5 /2005         | 8 /5 /2005        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CARDS: LEAPFROG SCHOOLHOUSE LANGUAGE ARTS GRADE 5 L4, L7, L13-L15 | US             | VA 1-324,340            | VA 1-324,340           | 4 /22/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CLASSROOM HANDBOOK V. 3   | US             | TX6-375,192             | TX6-375,192            | 10/7 /2005         | 10/17/2005        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CLASSROOM HANDBOOK V3.0   | US             | TX6,165,350             | TX6,165,350            | 4 /25/2005         | 4 /28/2005        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CLASSROOM SYSTEM GUIDE V 3.0                                      | US             | TX6,165,351             | TX6,165,351            | 4 /25/2005         | 4 /28/2005        |
| LeapFrog                   | LEAPTRACK CRITICAL SKILL  | US             | TX5-923-235             | TX5-923-235            | 3 /2 /2004         | 3 /2 /2004        |

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| Enterprises, Inc.          | SURVEY SCIENCE S22                                  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY LANAGUAGE ARTS L42 | US             | TX5-923-230             | TX5-923-230            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY LANGUAGE ARTS L11  | US             | TX5-952-581             | TX5-952-581            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY LANGUAGE ARTS L12  | US             | TX5-923-225             | TX5-923-225            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY LANGUAGE ARTS L43  | US             | TX5-912-034             | TX5-912-034            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY LANGUAGE ARTS L51  | US             | TX5-903-403             | TX5-903-403            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY LANGUAGE ARTS L52  | US             | TX5-919-331             | TX5-919-331            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY LANGUAGE ARTS L53  | US             | TX5-919-338             | TX5-919-338            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M01    | US             | TX5-923-224             | TX5-923-224            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M02    | US             | TX5-952,574             | TX5-952,574            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M03    | US             | TX5-923-232             | TX5-923-232            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M11    | US             | TX5-923-228             | TX5-923-228            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M12    | US             | TX5-923-241             | TX5-923-241            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises,      | LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M33    | US             | TX5-857,674             | TX5-857,674            | 11/21/2003         | 11/21/2003        |

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| Inc.                       |  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M42 | US             | TX5-923-223             | TX5-923-223            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M43 | US             | TX5-923-229             | TX5-923-229            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M51 | US             | TX 5-923-240            | TX 5-923-240           | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M52 | US             | TX5-919-333             | TX5-919-333            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY MATHEMATICS M53 | US             | TX5-923-237             | TX5-923-237            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY READING R01     | US             | TX5-923-233             | TX5-923-233            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY READING R02     | US             | TX5-952-573             | TX5-952-576            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY READING R03     | US             | TX5-923-376             | TX5-923-376            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY READING R11     | US             | TX5-952-579             | TX5-952-579            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY READING R12     | US             | TX5-923-222             | TX5-923-222            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY READING R42     | US             | TX5-952-578             | TX5-952-578            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY READING R43     | US             | TX5-923-227             | TX5-923-227            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY READING R52     | US             | TX5-952-575             | TX5-952-575            | 2 /17/2004         | 2 /17/2004        |

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| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY READING R53        | US             | TX5-952-580             | TX5-952-580            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S21        | US             | TX5-923-239             | TX5-923-239            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S23        | US             | TX5-915-434             | TX5-915-434            |                    |                   |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S31        | US             | TX5-919-339             | TX5-919-339            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S41        | US             | TX 5-923-236            | TX 5-923-236           | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S42        | US             | TX5-920-244             | TX5-920-244            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S43        | US             | TX5-952-577             | TX5-952-577            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S51        | US             | TX5-920-249             | TX5-920-249            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S52        | US             | TX5-923-226             | TX5-923-226            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SCIENCE S53        | US             | TX5-919,335             | TX5-919,335            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES     | US             | TX5-912-035             | TX5-912-035            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T21 | US             | TX5-920-245             | TX5-920-245            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T22 | US             | TX5-923-242             | TX5-923-242            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog                   | LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T31 | US             | TX5-919,330             | TX5-919,330            | 3 /2 /2004         | 3 /2 /2004        |

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| Enterprises, Inc.          |   |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T32 | US             | TX5-923-221             | TX5-923-221            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T33 | US             | TX5-915-437             | TX5-915-437            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T41 | US             | TX5-920-247             | TX5-920-247            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T42 | US             | TX5-920-243             | TX5-920-243            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T43 | US             | TX5-923-234             | TX5-923-234            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T51 | US             | TX5-915-436             | TX5-915-436            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK CRITICAL SKILLS SURVEY SOCIAL STUDIES T53 | US             | TX5-952-573             | TX5-952-573            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK FCAT MATHEMATICS FLM3                     | US             | TX5-923-238             | TX5-923-238            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK FCAT READING FLR4                         | US             | TX5-920-246             | TX5-920-246            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK GRAPHOPHONEMIC KNOWLEDGE                  | US             | TX6-517-512             | TX6-517-512            | 1 /22/2007         | 1 /22/2007        |
| LeapFrog Enterprises, Inc. | LEAPTRACK LANGUAGE L13                              | US             | TX5-834,779             | TX5-834,779            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK LANGUAGE L21                              | US             | TX5-893,908             | TX5-893,908            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK LANGUAGE L22                              | US             | TX5-893,904             | TX5-893,904            | 11/21/2003         | 11/21/2003        |

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| Inc.                       |  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | LEAPTRACK LANGUAGE L23   | US             | TX5-866,847             | TX5-866,847            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK LANGUAGE L31   | US             | TX5-857,675             | TX5-857,675            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK LANGUAGE L32   | US             | TX5-866,846             | TX5-866,846            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK LANGUAGE L33   | US             | TX5-893,905             | TX5-893,905            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK LANGUAGE L41   | US             | TX5-893,906             | TX5-893,906            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK MATH M13   | US             | TX5-893,910             | TX5-893,910            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK MATH M21   | US             | TX5-866,848             | TX5-866,848            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK MATH M22   | US             | TX5-893,909             | TX5-893,909            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK MATH M23   | US             | TX5-893,903             | TX5-893,903            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK MATH M31   | US             | TX5-893,901             | TX5-893,901            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK MATH M32   | US             | TX5-893,902             | TX5-893,902            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK MATH M41   | US             | TX5-893,907             | TX5-893,907            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK READING AND MATH ASSESSMENT BOOK 2ND AND 3RD GRADE PKB23 | US             | TX6-212,268             | TX6-212,268            | 8/4/2005           | 8/4/2005          |

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| LeapFrog Enterprises, Inc. | LEAPTRACK READING R13   | US             | TX5-894,336             | TX5-894,336            | 8 /13/2003         | 8 /13/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK READING R21   | US             | TX5-805,809             | TX5-805,809            | 8 /13/2003         | 8 /13/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK READING R22   | US             | TX5-805,812             | TX5-805,812            | 8 /13/2003         | 8 /13/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK READING R23   | US             | TX5-805,814             | TX5-805,814            | 8 /13/2003         | 8 /13/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK READING R31   | US             | TX5-805,811             | TX5-805,811            | 8 /13/2003         | 8 /13/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK READING R32   | US             | TX5-805,810             | TX5-805,810            | 8 /13/2003         | 8 /13/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK READING R33   | US             | TX5-805,813             | TX5-805,813            | 8 /13/2003         | 8 /13/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK READING R41   | US             | TX5-866,849             | TX5-866,849            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK SCIENCE S33<br>CRITICAL SKILLS SURVEY                     | US             | TX5-920-242             | TX5-920-242            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK STATE PRACTICE<br>TEST - FLORIDA FCAT FLR3                | US             | TX5-912-036             | TX5-912-036            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK STATE PRACTICE<br>TEST - FLORIDA FCAT<br>MATHEMATICS FLM4 | US             | TX5-915-435             | TX5-915-435            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK STATE PRACTICE<br>TEST - FLORIDA FCAT<br>MATHEMATICS FLM5 | US             | 3095                    | 3095                   | 4 /3 /2008         | 4 /3 /2008        |
| LeapFrog Enterprises, Inc. | LEAPTRACK STATE PRACTICE<br>TEST - FLORIDA FCAT<br>READING FLR5     | US             | TX5-952,582             | TX5-952,582            | 2 /17/2004         | 2 /17/2004        |
| LeapFrog                   | LEAPTRACK STATE PRACTICE<br>TEST READING TXR5                       | US             | TX5-919-336             | TX5-919-336            | 3 /2 /2004         | 3 /2 /2004        |

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| Enterprises, Inc.          |  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | LEAPTRACK STATE PRACTICE TEST TEXAS MATHEMATICS TXM5 | US             | TX5-920-248             | TX5-920-248            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK STATE PRACTICE TEST TEXAS READING TXR4     | US             | TX5-923-231             | TX5-923-231            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK STATE PRACTICE TEST-TEXAS MATHEMATICS TXM4 | US             | TX5-919-337             | TX5-919-337            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | LEAPTRACK SYSTEM GUIDE K-5th GRADE                   | US             | TX6,251-117             | TX6,251-117            | 10/17/2005         | 10/17/2005        |
| LeapFrog Enterprises, Inc. | LEAPTRACK TEXAS MATHEMATICS TXM3 STATE PRACTICE TEST | US             | TX 6-446-204            | TX 6-446-204           | 10/25/2006         | 10/25/2006        |
| LeapFrog Enterprises, Inc. | LEAPTRACK TEXAS READING TXR3                         | US             | TX 6-446-205            | TX 6-446-205           | 10/25/2006         | 10/25/2006        |
| LeapFrog Enterprises, Inc. | LEAPTRACK VOCABULARY V11                             | US             | TX5-587,672             | TX5-587,672            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK VOCABULARY V21                             | US             | TX5-857,673             | TX5-857,673            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK VOCABULARY V31                             | US             | TX5-857,670             | TX5-857,670            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEAPTRACK VOCABULARY V41                             | US             | TX5-857,671             | TX5-857,671            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LEARN TO READ AT THE STORYBOOK FACTORY               | US             | PA 1-333-649            | PA 1-333-649           | 9 /20/2006         | 9 /20/2006        |
| LeapFrog Enterprises, Inc. | LEARN-ALONG LEAP PLUSH                               | US             | VA1,349-912             | VA1,349-912            | 4 /12/2006         | 4 /12/2006        |
| LeapFrog Enterprises, Inc. | LEARN-ALONG LILY PLUSH                               | US             | VA1,349-914             | VA1,349-914            | 4 /12/2006         | 4 /12/2006        |



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| Inc.                       |  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | LEARNING FRIEND LILY PLUSH               | US             | VA1,349-913             | VA1,349-913            | 4 /12/2006         | 4 /12/2006        |
| LeapFrog Enterprises, Inc. | LEARNING FRIEND TAD PLUSH                | US             | VA1,349-916             | VA1,349-916            | 4 /12/2006         | 4 /12/2006        |
| LeapFrog Enterprises, Inc. | LEARNING SONGS CD                        | US             | SR 403-559              | SR 403-559             | 1 /11/2007         | 1 /29/2007        |
| LeapFrog Enterprises, Inc. | LEARNING SONGS FLASH CARDS               | US             | VA1-398-431             | VA1-398-431            | 1 /11/2007         | 1 /29/2007        |
| LeapFrog Enterprises, Inc. | LET'S EAT!                               | US             | TX6-189,033             | TX6-189,033            | 4 /22/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | LET'S GET BUSY, BABY                     | US             | TX 6-094,851            | TX 6-094,851           | 11/24/2004         | 12/6 /2004        |
| LeapFrog Enterprises, Inc. | LET'S GO TO SCHOOL!                      | US             | TX6-189,034             | TX6-189,034            | 4 /22/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | LETTER FACTORY VIDEO                     | US             | PA1-217,586             | PA1-217,586            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | LETTERPILLARS BABY                       | US             | VAU 595,838             | VAU 595,838            | 8 /1 /2003         | 8 /1 /2003        |
| LeapFrog Enterprises, Inc. | LETTERPILLARS FEMALE                     | US             | VAU-598,464             | VAU-598,464            | 8 /1 /2003         | 8 /1 /2003        |
| LeapFrog Enterprises, Inc. | LETTERPILLARS MALE                       | US             | VAU 595,835             | VAU 595,835            | 7 /16/2003         | 8 /1 /2003        |
| LeapFrog Enterprises, Inc. | LFSH - GRADE K P1-P12 90315-99903        | US             | VA1-405-324             | VA1-405-324            | 1 /22/2007         | 1 /22/2007        |
| LeapFrog Enterprises, Inc. | LFSH GRADE 1 READING 90316-99903 P13-P27 | US             | TX 6-454-846            | TX 6-454-846           | 10/25/2006         | 10/25/2006        |

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| LeapFrog Enterprises, Inc. | LFSH GRADE 2 READING R1-R40 90501-99903                         | US             | VA1-398-371             | VA1-398-371            | 1 /11/2007         | 1 /29/2007        |
| LeapFrog Enterprises, Inc. | LFSH LANGUAGE ART GRADE 2 L10 94003-99903                       | US             | TX 6-454-845            | TX 6-454-845           | 10/25/2006         | 10/25/2006        |
| LeapFrog Enterprises, Inc. | LFSH LANGUAGE ART GRADE 2 L1-L9 & L11-L15 90097-99903           | US             | VA 1-369-738            | VA 1-369-738           | 11/1 /2006         |                   |
| LeapFrog Enterprises, Inc. | LFSH LANGUAGE FIRST TEACHER'S EDITION TRAVEL                    | US             | TX 6-454-964            | TX 6-454-964           | 10/25/2006         | 10/25/2006        |
| LeapFrog Enterprises, Inc. | LFSH LANGUAGE FIRST TEACHER'S MANUAL FOOD                       | US             | TX 6-454-404            | TX 6-454-404           | 10/20/2006         | 11/1 /2006        |
| LeapFrog Enterprises, Inc. | LFSH LEAPFROG SKILL CARDS GRADE 4 READING R1-R40 90504-99903    | US             | VA1-398-384             | VA1-398-384            | 1 /11/2007         | 1 /29/2007        |
| LeapFrog Enterprises, Inc. | LFSH LEAPTRACK SKILL CARDS M1-M20 MATH - GRADE 5                | US             | VA1-405-319             | VA1-405-319            | 1 /11/2007         | 1 /22/2007        |
| LeapFrog Enterprises, Inc. | LFSH LEVEL 2 PHONICS SKILL CARDS CONSONANT BLENDS: LIL6-LIL12   | US             | VA1-405-325             | VA1-405-325            | 1 /11/2007         | 1 /22/2007        |
| LeapFrog Enterprises, Inc. | LFSH LEVEL 3 PHONICS SKILL CARDS LONG VOWELS: LIL13-LIL17       | US             | VA1-398-388             | VA1-398-388            | 1 /11/2007         | 1 /29/2007        |
| LeapFrog Enterprises, Inc. | LFSH LEVEL 4 PHONICS SKILL CARDS DIGRAPHS: LIL 18, LIL20        | US             | VA1-405-322             | VA1-405-322            | 1 /11/2007         | 1 /22/2007        |
| LeapFrog Enterprises, Inc. | LFSH LEVEL 5 PHONICS SKILL CARDS COMPLEX VOWELS: LIL21-LIL24    | US             | VA1-398-382             | VA1-398-382            | 1 /11/2007         | 1 /29/2007        |
| LeapFrog Enterprises, Inc. | LFSH LEVEL 6 PHONICS SKILL CARDS CONTROLLED VOWELS: LIL25-LIL27 | US             | VA1-398-387             | VA1-398-387            | 1 /29/2007         | 1 /29/2007        |
| LeapFrog Enterprises, Inc. | LFSH READING - GRADE K R6-R11 906090-99903                      | US             | VA1-405-321             | VA1-405-321            | 1 /11/2007         | 1 /22/2007        |
| LeapFrog                   | LFSH SKILL CARDS GRADE 4 MATH M1 M20 90505-99903                | US             | TX 6-454-847            | TX 6-454-847           | 10/25/2006         | 10/25/2006        |

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| Enterprises, Inc.          |  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | LFSH SPELLING PRO GRADE 3 BASIC SKILLS   | US             | TX6-454-674             | TX6-454-674            | 11/1 /2006         |                   |
| LeapFrog Enterprises, Inc. | LFSH SPELLING PRO GRADE 4 BASIC SKILLS   | US             | TX6-454-673             | TX6-454-673            | 11/1 /2006         | 11/1 /2006        |
| LeapFrog Enterprises, Inc. | LFSH SPELLING PRO GRADE 5 BASIC SKILLS   | US             | TX6-454-671             | TX6-454-671            | 11/1 /2006         | 11/1 /2006        |
| LeapFrog Enterprises, Inc. | LFSH SPELLING PRO GRADES 5 & UP  | US             | TX6-454-672             | TX6-454-672            | 11/1 /2006         | 11/1 /2006        |
| LeapFrog Enterprises, Inc. | LFSH SPELLING PRO QUIZ BOOK GRADE 1 - Basic Skills                               | US             | TX 6-454-963            | TX 6-454-963           | 10/25/2006         | 10/25/2006        |
| LeapFrog Enterprises, Inc. | LFSH SPELLING PRO QUIZ BOOK GRADE 2 - Basic Skills                               | US             | TX6-375,193             | TX6-375,193            | 10/7 /2005         | 10/17/2005        |
| LeapFrog Enterprises, Inc. | LFSH THE LITERACY CENTER PRE-K EDITION TEACHER'S MANUAL                          | US             | TX6-515-329             | TX6-515-329            | 1 /29/2007         | 1 /29/2007        |
| LeapFrog Enterprises, Inc. | LFSH TURBO TWIST MATH ACTIVITY GUIDE AGES 6 & UP                                 | US             | TX 6-449-578            | TX 6-449-578           | 10/25/2006         | 10/25/2006        |
| LeapFrog Enterprises, Inc. | LIL CAN'T MISS   | US             | TX6-124,842             | TX6-124,842            | 12/29/2004         | 1 /7 /2005        |
| LeapFrog Enterprises, Inc. | LILY   | US             | VA1 061,997             | VA1 061,997            | 8 /7 /2000         | 8 /7 /2000        |
| LeapFrog Enterprises, Inc. | LILY'S BIRTHDAY PARTY TAKES SHAPE  | US             | TX5-817,391             | TX5-817,391            | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | LITERACY CENTER LINKS PROGRAM FOR USE WITH HOUGHTON MIFFLIN READING 2003 GREEN 1 | US             | TX6-126,967             | TX6-126,967            | 12/10/2004         | 12/17/2004        |
| LeapFrog                   | LITERACY CENTER LINKS PROGRAM FOR USE WITH OPEN COURT - RED K                    | US             | TX6-091,384             | TX6-091,384            | 12/10/2004         | 12/20/2004        |

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| Enterprises, Inc.          |  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | LITTLE COMPOSER  | US             | VA 949,533              | VA 949,533             | 9 /15/1998         | 9 /15/1998        |
| LeapFrog Enterprises, Inc. | LITTLE LEAP  | US             | VA 945,611              | VA 945,611             | 9 /14/1998         | 9 /14/1998        |
| LeapFrog Enterprises, Inc. | LITTLE LEAP MINI PLUSH                                       | US             | VA1-293,632             | VA1-293,632            | 11/24/2004         | 12/6 /2004        |
| LeapFrog Enterprises, Inc. | LITTLE LEAPS GROW-WITH-ME LEARNING SYSTEM INTERACTIVE CD-ROM | US             | PA 1-347-007            | PA 1-347-007           | 9 /20/2006         | 9 /20/2006        |
| LeapFrog Enterprises, Inc. | LOOK AT DELLA DUCK   | US             | TX6-176,190             | TX6-176,190            | 12/29/2004         | 1 /5 /2005        |
| LeapFrog Enterprises, Inc. | LOOK AT ME!  | US             | TX 6,302,512            | TX 6,302,512           | 4 /21/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | LOST AND FOUND   | US             | TX 5-857,678            | TX 5-857,678           | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | LULU THE LETTER SPINNING SPIDER - plush                      | US             | VA 1-379-609            | VA 1-379-609           |                    | 4 /12/2006        |
| LeapFrog Enterprises, Inc. | MAGIC PEN DESIGN   | CA             | 1,012,053               | 1,012,053              | 7 /23/2003         | 7 /23/2003        |
| LeapFrog Enterprises, Inc. | MASTERS OF SURVIVAL  | US             | TX6-184,097             | TX6-184,097            | 4 /25/2005         | 5 /4 /2005        |
| LeapFrog Enterprises, Inc. | MATH - GRADE K M11-M33<br>96091-99903                        | US             | VA1-398-383             | VA1-398-383            | 1 /11/2007         | 1 /29/2007        |
| LeapFrog Enterprises, Inc. | MATH CIRCUS - Video  | US             | PA 1-333-654            | PA 1-333-654           | 9 /18/2006         | 9 /20/2006        |
| LeapFrog Enterprises, Inc. | MATH GRADE 1 M11-M22<br>96093-99903                          | US             | VA1-398-386             | VA1-398-386            | 1 /29/2007         | 1 /29/2007        |

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| LeapFrog Enterprises, Inc. | MATH GRADE 2 M21-M32<br>96096-99903            | US             | VA1-405-320             | VA1-405-320            | 1 /22/2007         | 1 /22/2007        |
| LeapFrog Enterprises, Inc. | MATH GRADE K M1-M10<br>90094-99903             | US             | VA1-405-323             | VA1-405-323            | 1 /11/2007         | 1 /22/2007        |
| LeapFrog Enterprises, Inc. | MATHEMATICS LEAPTRACK<br>CARDS M21-M33 GRADE 3 | US             | 3055                    | 3055                   | 4 /3 /2008         | 4 /3 /2008        |
| LeapFrog Enterprises, Inc. | MIRABELLE THE MONKEY                           | US             | VAU 591,472             | VAU 591,472            | 7 /24/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | MOE THE HIPPO                                  | US             | VAU 591,469             | VAU 591,469            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | MOLE'S HUGE NOSE                               | US             | TX 5-818,921            | TX 5-818,921           | 9 /30/2003         | 9 /30/2003        |
| LeapFrog Enterprises, Inc. | MOM  | US             | VA1 062,005             | VA1 062,005            | 8 /7 /2000         | 8 /7 /2000        |
| LeapFrog Enterprises, Inc. | MONSTRASO                                      | US             | VAU 613,494             | VAU 613,494            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | MORE CHORES                                    | US             | TX6-090,847             | TX6-090,847            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | MOTHER GOOSE SONGBOOK                          | US             | TX5-836,932             | TX5-836,932            | 10/22/2003         | 10/22/2003        |
| LeapFrog Enterprises, Inc. | MR. CHOMPERS                                   | US             | VAU 613,496             | VAU 613,496            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | MY OWN LEARNING LEAP<br>PLUSH                  | US             | VA1,349-921             | VA1,349-921            | 4 /12/2006         | 4 /12/2006        |
| LeapFrog Enterprises, Inc. | MYSTERIES OF THE PAST                          | US             | TX6-183,279             | TX6-183,279            | 4 /25/2005         | 5 /4 /2005        |
| LeapFrog                   | NATURE'S FURY                                  | US             | TX6-539-193             | TX6-539-193            | 1 /11/2007         | 1 /29/2007        |

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|----------------------------|------------------------------|----------------|-------------------------|------------------------|--------------------|-------------------|
| Enterprises, Inc.          |                              |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | NATURE'S FURY                | US             | TX6-176,405             | TX6-176,405            | 4 /22/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | NATURE'S TREASURES           | US             | TX6-099,640             | TX6-099,640            | 12/9 /2004         | 1 /27/2005        |
| LeapFrog Enterprises, Inc. | NATURE'S WONDERS             | US             | 3050                    | 3050                   | 4 /3 /2008         | 4 /3 /2008        |
| LeapFrog Enterprises, Inc. | NEIGHBORHOOD FUN             | US             | TX6-189,025             | TX6-189,025            | 4 /22/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | ODYSSEY III TEACHER'S MANUAL | US             | TX6,165,352             | TX6,165,352            | 4 /25/2005         | 4 /28/2005        |
| LeapFrog Enterprises, Inc. | ON THE GO!                   | US             | TX6-124,843             | TX6-124,843            | 12/29/2004         | 1 /7 /2005        |
| LeapFrog Enterprises, Inc. | ON THE TRAIN TO MAINE        | US             | TX6-090,843             | TX6-090,843            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | ONCE UPON A RHYME            | US             | TX5-967,310             | TX5-967,310            | 9 /30/2003         | 9 /30/2003        |
| LeapFrog Enterprises, Inc. | OPERA THE ROOSTER            | US             | VAU 595,839             | VAU 595,839            | 7 /16/2003         | 8 /1 /2003        |
| LeapFrog Enterprises, Inc. | OSCAR                        | US             | VA1 578,568             | VA1 578,568            | 3 /3 /2003         | 3 /3 /2003        |
| LeapFrog Enterprises, Inc. | OUR ANIMAL FRIENDS           | US             | TX6-212,265             | TX6-212,265            | 8 /4 /2005         | 8 /4 /2005        |
| LeapFrog Enterprises, Inc. | OUTDOOR ADVENTURES           | US             | TX6-514-932             | TX6-514-932            | 1 /11/2007         | 1 /22/2007        |
| LeapFrog Enterprises,      | OUT-THERE SCIENTISTS         | US             | TX6-183,278             | TX6-183,278            | 4 /25/2005         | 5 /4 /2005        |

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| Inc.                       |  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | PARKER                                     | US             | VA1 062,007             | VA1 062,007            | 8 /7 /2000         | 8 /7 /2000        |
| LeapFrog Enterprises, Inc. | PEPPY PACER                                | US             | VAU 595,837             | VAU 595,837            | 7 /16/2003         | 8 /1 /2003        |
| LeapFrog Enterprises, Inc. | PETER PAN                                  | US             | TX5-829,888             | TX5-829,888            | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | PETUNIA                                    | US             | VAU 591,481             | VAU 591,481            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | PHONEMIC AWARENESS SERIES TEACHER'S MANUAL | US             | TX6-209,924             | TX6-209,924            | 8 /4 /2005         | 8 /4 /2005        |
| LeapFrog Enterprises, Inc. | PHONICS WRITING DESK                       | US             | VA1 061,642             | VA1 061,642            | 4 /21/2000         | 4 /21/2000        |
| LeapFrog Enterprises, Inc. | PINCH CRAWFORD                             | US             | VAU 591,475             | VAU 591,475            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | PRE K READING AND WRITING                  | US             | TXUS-169,293            | TXUS-169,293           | 7 /1 /2003         | 7 /1 /2003        |
| LeapFrog Enterprises, Inc. | PRE-K MATH GAMES                           | US             | VA1-289,077             | VA1-289,077            | 10/27/2004         | 10/25/2004        |
| LeapFrog Enterprises, Inc. | RAINY DAY PLAY                             | US             | TX5-816,826             | TX5-816,826            | 9 /30/2003         | 9 /30/2003        |
| LeapFrog Enterprises, Inc. | READ & SING LITTLE LEAP PLUSH              | US             | VA1,349-915             | VA1,349-915            | 4 /12/2006         | 4 /12/2006        |
| LeapFrog Enterprises, Inc. | READING GAMES                              | US             | VA1-289,079             | VA1-289,079            | 10/27/2004         | 10/25/2004        |
| LeapFrog Enterprises, Inc. | READING GRADE 3 R1-R40                     | US             | VA1,329-687             | VA1,329-687            | 8 /4 /2005         | 8 /4 /2005        |

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| LeapFrog Enterprises, Inc. | READING TEACHING CARD DINOSAURS BEFORE DARK                  | US             | 3105                    | 3105                   | 4 /3 /2008         | 4 /3 /2008        |
| LeapFrog Enterprises, Inc. | READ-IT-ALL Books Teacher's Edition: Level 3rd Grade         | US             | TX5-953,275             | TX5-953,275            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | READ-IT-ALL BOOKS: TEACHER'S EDITION, LEVEL 3RD GRADE        | US             | 5,953,275               | 5,953,275              | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | READ-IT-ALL TEACHER'S MANUAL 3RD GRADE (SET 2)               | US             | TX6-375,194             | TX6-375,194            | 10/17/2005         | 10/17/2005        |
| LeapFrog Enterprises, Inc. | READ-IT-ALL TEACHER'S MANUALS 2nd GRADE (SET 2)              | US             | TX6-375,191             | TX6-375,191            | 10/17/2005         | 10/17/2005        |
| LeapFrog Enterprises, Inc. | READY, SET, LEAP BIG FLIP BOOK                               | US             | TX 6-088,119            | TX 6-088,119           | 12/9 /2004         | 12/13/2004        |
| LeapFrog Enterprises, Inc. | READY, SET, LEAP! Teacher's Guide: Literature Based Approach | US             | TX5-920,465             | TX5-920,465            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | READY, SET, LEAP! Teacher's Guide: Theme Based Approach      | US             | TX5-920,464             | TX5-920,464            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | READY, SET, LEAP! Teachers Resource                          | US             | TX5-920,463             | TX5-920,463            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | RHYME AND SING WITH MOTHER GOOSE                             | US             | VA1-290,530             | VA1-290,530            | 11/1 /2004         | 11/1 /2004        |
| LeapFrog Enterprises, Inc. | RHYME TIME PARTY   | US             | TX 6-212,266            | TX 6-212,266           | 8 /1 /2005         | 8 /4 /2005        |
| LeapFrog Enterprises, Inc. | ROLL & RHYME LEARNING ELEPHANT PLUSH                         | US             | VA1,349-917             | VA1,349-917            | 4 /12/2006         | 4 /12/2006        |
| LeapFrog Enterprises, Inc. | ROLL & RHYME LEARNING LION PLUSH                             | US             | VA1,349-911             | VA1,349-911            | 4 /12/2006         | 4 /12/2006        |
| LeapFrog                   | ROLL & RHYME MELODY BLOCK PLUSH                              | US             | VA1,349-918             | VA1,349-918            | 4 /12/2006         | 4 /12/2006        |



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| Enterprises, Inc.          |                                    |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | ROLLTRON                           | US             | VAU 591,482             | VAU 591,482            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | ROSA                               | US             | V Au 578,483            | V Au 578,483           | 3 /3 /2003         | 3 /3 /2003        |
| LeapFrog Enterprises, Inc. | ROSE AND HOPE                      | US             | TX6-124,855             | TX6-124,855            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | SCHOOL DAYS                        | US             | TX 6-124,848            | TX 6-124,848           | 12/29/2004         | 1 /7 /2005        |
| LeapFrog Enterprises, Inc. | SCHOOL TIME                        | US             | TX 6,302,513            | TX 6,302,513           | 4 /21/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | SEARCH THE CITY                    | US             | TX5-857,677             | TX5-857,677            | 11/21/2003         | 11/21/2003        |
| LeapFrog Enterprises, Inc. | SMART GUIDE TO 1ST GRADE           | US             | TX6-094,546             | TX6-094,546            | 11/24/2004         | 12/6 /2004        |
| LeapFrog Enterprises, Inc. | SMART GUIDE TO THE 3rd GRADE       | US             | TX5-967,314             | TX5-967,314            | 9 /30/2003         | 9 /30/2003        |
| LeapFrog Enterprises, Inc. | SMART GUIDE TO THE 4th GRADE       | US             | TX5-967,313             | TX5-967,313            | 9 /30/2003         | 9 /30/2003        |
| LeapFrog Enterprises, Inc. | SMART GUIDE TO THE 5th GRADE       | US             | TX5-967,312             | TX5-967,312            | 9 /30/2003         | 9 /30/2003        |
| LeapFrog Enterprises, Inc. | SPANISH LEAPDESK PRE-K GREEN SET 1 | US             | VA1-298,591             | VA1-298,591            | 2 /24/2005         | 2 /24/2005        |
| LeapFrog Enterprises, Inc. | SPANISH LEAPDESK PRE-K GREEN SET 2 | US             | VA1-298,004             | VA1-298,004            | 2 /24/2005         | 2 /24/2005        |
| LeapFrog Enterprises,      | SPIDER                             | US             | VAU 591,473             | VAU 591,473            | 7 /16/2003         | 7 /24/2003        |

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| Inc.                       |  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | SQUIRE HARE AND SIR TURTLE                 | US             | TX6-124,859             | TX6-124,859            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | STELLA SONGBIRD                            | US             | TX6-094,550             | TX6-094,550            | 11/24/2004         | 12/6 /2004        |
| LeapFrog Enterprises, Inc. | STITCHY                                    | US             | VAU 591,479             | VAU 591,479            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | SUMMERTIME SURPRISE                        | US             | TX6-517-330             | TX6-517-330            | 1 /22/2007         | 1 /22/2007        |
| LeapFrog Enterprises, Inc. | SUPER SONIC SEMI                           | US             | VAU598,465              | VAU598,465             | 8 /1 /2003         | 8 /1 /2003        |
| LeapFrog Enterprises, Inc. | TAD  | US             | VA1 062,008             | VA1 062,008            | 8 /7 /2000         | 8 /7 /2000        |
| LeapFrog Enterprises, Inc. | TAD AROUND TOWN                            | US             | TX5-879,876             | TX5-879,876            | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | TAD GOES SHOPPING                          | US             | TX5-817,385             | TX5-817,385            | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | TAD'S ANIMAL ADVENTURE: A TOUCH & TUG BOOK | US             | VA1-323,806             | VA1-323,806            | 4 /22/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | TAD'S COUNTING DAY AT THE FARM             | US             | TX5-817,392             | TX5-817,392            | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | TAD'S FIRST FEELINGS BOOK PLUSH            | US             | VA1,349-910             | VA1,349-910            | 4 /12/2006         | 4 /12/2006        |
| LeapFrog Enterprises, Inc. | TAD'S GOOD NIGHT                           | US             | TX5-836,934             | TX5-836,934            | 10/22/2003         | 10/22/2003        |
| LeapFrog Enterprises, Inc. | TAD'S SILLY NUMBER FARM                    | US             | TX6-084,319             | TX6-084,319            | 11/24/2004         | 12/8 /2004        |

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| LeapFrog Enterprises, Inc. | TAD'S SILLY WRITING FAIR                       | US             | TX6-094,548             | TX6-094,548            | 11/24/2004         | 12/6 /2004        |
| LeapFrog Enterprises, Inc. | TALKING WORDS FACTORY 2: CODE WORD CAPER VIDEO | US             | PA1-339-860             | PA1-339-860            | 9 /2 /2006         | 9 /2 /2006        |
| LeapFrog Enterprises, Inc. | TALKING WORDS FACTORY VIDEO                    | US             | PA1-217,585             | PA1-217,585            | 2 /27/2004         | 2 /27/2004        |
| LeapFrog Enterprises, Inc. | TEACHING STRATEGIES CARDS (GREEN SET)          | US             | TX 6-449-579            | TX 6-449-579           | 10/25/2006         | 10/25/2006        |
| LeapFrog Enterprises, Inc. | THAT WAS THAT!                                 | US             | TX6-090,844             | TX6-090,844            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | THE AMAZING BIG TOP LETTER CIRCUS              | US             | TX6-094,852             | TX6-094,852            | 11/24/2004         | 12/6 /2004        |
| LeapFrog Enterprises, Inc. | THE BEST JOB!                                  | US             | TX6-176,193             | TX6-176,193            | 12/29/2004         | 1 /5 /2005        |
| LeapFrog Enterprises, Inc. | THE BIKE RACE                                  | US             | TX6-124,857             | TX6-124,857            | 12/29/2004         | 1 /7 /2005        |
| LeapFrog Enterprises, Inc. | THE BIRTHDAY HUNT                              | US             | TX5-829,123             | TX5-829,123            | 10/22/2003         | 10/22/2003        |
| LeapFrog Enterprises, Inc. | THE BIRTHDAY SURPRISE                          | US             | TX5,488,551             | TX5,488,551            | 10/27/2004         | 4 /2 /2002        |
| LeapFrog Enterprises, Inc. | THE DAY LEAP ATE OLIVES                        | US             | TX5-829,124             | TX5-829,124            | 10/22/2003         | 10/22/2003        |
| LeapFrog Enterprises, Inc. | THE FAMILY HOME                                | US             | TX6-189,030             | TX6-189,030            | 4 /22/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | THE FIX-IT KID                                 | US             | TX5-124,850             | TX5-124,850            | 12/29/2004         | 1 /7 /2005        |
| LeapFrog                   | THE GREAT DUNE BUGGY RACE                      | US             | TX5-906,835             | TX5-906,835            | 3 /12/2004         | 3 /12/2004        |

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| Enterprises, Inc.          |  |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | THE HUMAN BODY   | US             | TX5-836,931             | TX5-836,931            | 10/22/2003         | 10/22/2003        |
| LeapFrog Enterprises, Inc. | THE LITERACY CENTER 1/2 TEACHER'S EDITION WITH POSTERS           | US             | TX6-124,042             | TX6-124,042            | 2 /24/2005         | 2 /24/2005        |
| LeapFrog Enterprises, Inc. | THE LITERACY CENTER FOR USE WITH HARCOURT TROPHIES 2003 BLUE 1   | US             | TX6-102,300             | TX6-102,300            | 12/10/2004         | 12/17/2004        |
| LeapFrog Enterprises, Inc. | THE LITERACY CENTER GRADE 1+ TEACHER'S MANUAL                    | US             | 3125                    | 3125                   | 4 /3 /2008         | 4 /3 /2008        |
| LeapFrog Enterprises, Inc. | THE LITERACY CENTER K-2 EDITION TEACHER'S MANUAL                 | US             | 3120                    | 3120                   | 4 /3 /2008         | 4 /3 /2008        |
| LeapFrog Enterprises, Inc. | THE LITERACY CENTER KINDERGARTEN EDITION TEACHER'S KIT           | US             | TX6-111,525             | TX6-111,525            | 2 /24/2005         | 2 /24/2005        |
| LeapFrog Enterprises, Inc. | THE LITERACY CENTER LINK TO LESSONS TEACHER'S MANUAL             | US             | TX6-392-744             | TX6-392-744            | 10/17/2005         | 10/17/2005        |
| LeapFrog Enterprises, Inc. | THE LITERACY CENTER LINKS PROGRAM BLUE K                         | US             | TX6-129,355             | TX6-129,355            | 2 /24/2005         | 2 /24/2005        |
| LeapFrog Enterprises, Inc. | THE LITERACY CENTER LINKS PROGRAM CARDS GOLD K                   | US             | TX6-113,264             | TX6-113,264            | 2 /24/2005         | 2 /24/2005        |
| LeapFrog Enterprises, Inc. | THE LITERACY CENTER LINKS PROGRAM FOR USE WITH OPEN COURT GOLD 1 | US             | TX 6-091,385            | TX 6-091,385           | 12/10/2004         | 12/20/2004        |
| LeapFrog Enterprises, Inc. | THE LITERACY CENTER PRE-K TEACHER'S EDITION                      | US             | 3035                    | 3035                   | 4 /3 /2008         | 4 /3 /2008        |
| LeapFrog Enterprises, Inc. | THE MESSY MYSTERY  | US             | TX6-212,313             | TX6-212,313            | 8 /4 /2005         | 8 /4 /2005        |
| LeapFrog Enterprises,      | THE SECRET GARDEN  | US             | TX5-817,386             | TX5-817,386            | 10/16/2003         | 10/16/2003        |

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| Inc.                       |                            |                |                         |                        |                    |                   |
| LeapFrog Enterprises, Inc. | THE WIND IN THE WILLOWS    | US             | TX5-817,383             | TX5-817,383            | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | THE WIZARD OF OZ           | US             | TX5-836,933             | TX5-836,933            | 10/22/2003         | 10/22/2003        |
| LeapFrog Enterprises, Inc. | THE WORLD OF DINOSAURS     | US             | TX5-879,875             | TX5-879,875            | 10/16/2003         | 10/16/2003        |
| LeapFrog Enterprises, Inc. | THINK & GO FARM            | US             | VA1 916,058             | VA1 916,058            | 9 /14/1998         | 9 /14/1998        |
| LeapFrog Enterprises, Inc. | THINK & GO ZOO             | US             | VA1 916,057             | VA1 916,057            | 9 /14/1998         | 9 /14/1998        |
| LeapFrog Enterprises, Inc. | THIS IS MY HOUSE           | US             | TX 6,302,511            | TX 6,302,511           | 4 /21/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | TIM                        | US             | VA1 062,000             | VA1 062,000            | 8 /7 /2000         | 8 /7 /2000        |
| LeapFrog Enterprises, Inc. | TODAY IS SCHOOL DAY        | US             | TX6-099,639             | TX6-099,639            | 12/9 /2004         | 1 /27/2005        |
| LeapFrog Enterprises, Inc. | TRAVEL TIME                | US             | TX6-189,032             | TX6-189,032            | 4 /22/2005         | 4 /22/2005        |
| LeapFrog Enterprises, Inc. | TREASURE ISLAND            | US             | TX5-903,831             | TX5-903,831            | 3 /3 /2004         | 3 /3 /2004        |
| LeapFrog Enterprises, Inc. | TREMBLETON                 | US             | VAU 591,480             | VAU 591,480            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | TURBO MONKEY               | US             | VA1-293,630             | VA1-293,630            | 11/24/2004         | 12/6 /2004        |
| LeapFrog Enterprises, Inc. | TURBO TRUCK                | US             | VAU 595,836             | VAU 595,836            | 7 /16/2003         | 8 /1 /2003        |

| <u>Grantor</u>             | <u>Title of Work/Title</u>            | <u>Country</u> | <u>Registration No.</u> | <u>Application No.</u> | <u>Filing Date</u> | <u>Issue Date</u> |
|----------------------------|---------------------------------------|----------------|-------------------------|------------------------|--------------------|-------------------|
| LeapFrog Enterprises, Inc. | TURBO TWIST MATH TEACHER'S MANUAL     | US             | TX 6-256,627            | TX 6-256,627           | 10/7 /2005         | 10/17/2005        |
| LeapFrog Enterprises, Inc. | TURBO TWIST SPELLING TEACHER'S MANUAL | US             | TX 6-256,643            | TX 6-256,643           | 10/7 /2005         | 10/17/2005        |
| LeapFrog Enterprises, Inc. | VOCABULARY ASSESSMENT VOCABULARY V51  | US             | TX5-919-334             | TX5-919-334            | 3 /2 /2004         | 3 /2 /2004        |
| LeapFrog Enterprises, Inc. | VROOM VROOM! LET'S GO                 | US             | TX6-094,549             | TX6-094,549            | 11/24/2004         | 12/6 /2004        |
| LeapFrog Enterprises, Inc. | WHAT DO YOU DO?                       | US             | TX6-124,858             | TX6-124,858            | 12/29/2004         | 1 /3 /2005        |
| LeapFrog Enterprises, Inc. | WHAT WILL YOU BE?                     | US             | TX6-094,547             | TX6-094,547            | 11/24/2004         | 12/6 /2004        |
| LeapFrog Enterprises, Inc. | WHEN I FEEL...YOU KNOW WHAT I DO?     | US             | TX6-352-788             | TX6-352-788            | 4 /6 /2006         | 4 /6 /2006        |
| LeapFrog Enterprises, Inc. | WILD WORD WAVES COW                   | US             | VAU 591,471             | VAU 591,471            | 7 /16/2003         | 7 /23/2003        |
| LeapFrog Enterprises, Inc. | WILD WORD WAVES DOG                   | US             | VAU 591,476             | VAU 591,476            | 7 /24/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | WILD WORD WAVES HORSE                 | US             | VAU 591,474             | VAU 591,474            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | WILD WORD WAVES PIG                   | US             | VAU 591,478             | VAU 591,478            | 7 /16/2003         | 7 /24/2003        |
| LeapFrog Enterprises, Inc. | WILD WORD WAVES RABBIT                | US             | VAU 596,260             | VAU 596,260            | 7 /16/2003         | 7 /28/2003        |
| LeapFrog Enterprises, Inc. | ZIPPY ZOOMER                          | US             | VAU598,466              | VAU598,466             | 8 /1 /2003         | 8 /1 /2003        |

## Licenses

| <u>Grantor</u>             | <u>Other Party</u>                | <u>IP Agreements</u>   |
|----------------------------|-----------------------------------|--|
| LeapFrog Enterprises, Inc. | Cardinal Industries, Inc.         | <ul style="list-style-type: none"> <li>• Domestic Merchandise License Agreement (Board Games)</li> </ul>   |
| LeapFrog Enterprises, Inc. | Hauck Hong Kong Ltd.              | <ul style="list-style-type: none"> <li>• Domestic Merchandise License Agreement</li> <li>• Mini Books License Agreement</li> <li>• Music License Agreement</li> </ul>  |
| LeapFrog Enterprises, Inc. | Kiddieland Toys Limited           | <ul style="list-style-type: none"> <li>• Domestic Merchandise License Agreement</li> <li>• Amendment No. 1 to the Domestic Merchandise License Agreement</li> <li>• Amendment No. 2 to the Domestic Merchandise License Agreement</li> <li>• Music Licenses</li> </ul> |
| LeapFrog Enterprises, Inc. | Learning Horizons, Inc.           | <ul style="list-style-type: none"> <li>• Merchandise License Agreement</li> <li>• Consent and First Amendment to the Merchandise License Agreement</li> </ul>  |
| LeapFrog Enterprises, Inc. | Masterpieces Puzzle Company, Inc. | <ul style="list-style-type: none"> <li>• Domestic Merchandise License Agreement (Puzzles)</li> <li>• Domestic Merchandise License Agreement (Foam Puzzles)</li> </ul>  |
| LeapFrog Enterprises, Inc. | Sakar International, Inc.         | <ul style="list-style-type: none"> <li>• Domestic Merchandise License Agreement</li> </ul>   |
| LeapFrog Enterprises, Inc. | Sassy, Inc.                       | <ul style="list-style-type: none"> <li>• Domestic Merchandise License Agreement</li> <li>• Amendment No.1 to the Domestic Merchandise License Agreement</li> <li>• Music Licenses</li> </ul>   |
| LeapFrog Enterprises, Inc. | Scholastic, Inc.                  | <ul style="list-style-type: none"> <li>• Domestic Merchandise License Agreement (Books)</li> </ul>   |
| LeapFrog Enterprises, Inc. | Anagram International             | <ul style="list-style-type: none"> <li>• Music Licenses</li> </ul>   |
| LeapFrog Enterprises, Inc. | Mindscape France SA               | <ul style="list-style-type: none"> <li>• Leapster Platform SDK License Agreement</li> <li>• Amendment No. 1 to Leapster Platform SDK License Agreement</li> </ul>  |
| LeapFrog Enterprises, Inc. | Planet Nemo Productions SARL      | <ul style="list-style-type: none"> <li>• Leapster Platform SDK License Agreement for Subcontractors of Third Party Publishers</li> <li>• Amendment No. 1 to Leapster Platform SDK License Agreement for Subcontractors of Third Party Publishers</li> </ul>            |
| LeapFrog Enterprises, Inc. | Torus Games Pty Ltd               | <ul style="list-style-type: none"> <li>• Independent Developer Agreement</li> </ul>  |

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