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18 CV 10427

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

MATTEL, INC.,

Plaintiff

v.

1994_HONEYMOON, ACTOR, ALAN_FLYTIMES, ANGELO BEAUTY COSMETICS COMPANY, ANIME BAG WORLD, ANIME CLOCK WORLD, ANIMETOPIA, APOWU522, BABYSBREATHLIVE, BAFFIN, BAND SUNGLASS, BAOLILIBAO, BEARMAMA1314, BELONG 2 U, BIG OUTLETS, C&R TECHNOLOGY CO., LIMITED, CHANG YAO, CHEAPMALL, CHENGXINDIANPU, CHINA YANGZHANG TRADE MALL, COLORFUL CANDY, CRAZT FAST STOY, CULTURAL TRANSMISSION, CXY666, DONGXING CLOTHING STORE. DX.COM, EMA BEST, ESCALA, EVERYTHING I DO, EXCELWORD, FASHION SUNSHINE STORE, FASHION20156, FIRE SHIELD, FLAG FLAG SHOP, FOCAL MEN

CIVIL ACTION No.

DECLARATION OF LISA DELANTY AND ACCOMPANYING EXHIBITS IN SUPPORT OF PLAINTIFF'S *EX PARTE* APPLICATION FOR: 1) A TEMPORARY RESTRAINING ORDER; 2) AN ORDER RESTRAINING ASSETS AND MERCHANT STOREFRONTS; 3) AN ORDER TO SHOW CAUSE WHY A PRELIMINARY INJUNCTION SHOULD NOT ISSUE; 4) AN ORDER AUTHORIZING BIFURCATED AND ALTERNATIVE SERVICE AND 5) AN ORDER AUTHORIZING EXPEDITED DISCOVERY

FILED UNDER SEAL

FASHION, FOUR CATS, FREAKY FITNESS TINTIN SHOP, FUJIAN LANGSHEN, FUTONGSHANGMAOYOUXIANGONGSI, FUZHOUMUXIAOHUWAIYONGPINDIAN, GEM WEN, GLAMOUR LIFE CO., LTD, GOOG AGAIN FLAGSHIP STORE, GROOVE COVERAGE, GUANGZHOU WHEELER CO., LTD, HANGWEI, HANGZHOUJINGPINBAOBAO, HEAD324BIRD, HEFANGXIANGSTORE, HEKOGUANGHUA4823, HELLO BEAUTY GIRL, HEREIN, HUASHENG COMPANY LTD, HUPING-WELL, IREVIN SHOP, JACKLUO'S SHOP, JACKYANG8, JMZ, JUST A START, KISMET INTERNATIONAL, LABOUTIQUEDESTOONS, LANCE SHOP, LHQ_SHOP, LIFTCART, LIIFASHION, LIJUAN_SUM, LINLI SHOP, LINLINSHIPIN, LINQUANSHOP, LINSAISAI, LIPENGJINGPINDIANPU, LIVING AT HOME, LIYING FASHION, LJSTORE1, LU LU MIN SHOP, MAOGEGE, MQSTYLE INTERNATIONAL, MULTI LEGEND, NANANA, NEVCO, NEW CL, NEW GOOD GOODS, NEW WORLD NEW LIFE, NONGNONG, PATRA, PENGMEI JINGPIN DIANPU, QIAO FENG CHOU, RAOHUIYUAN, RUNSHION, SHANGHAIHUWAIYUNDONGSHANGMAOYOUXIANGONGSI, SHENZHENSHISHENGNUOSIKEJIYOUXIANGONGSI, SHENZHENSHIYIYOUWENJULIPINYOUXIANGONGSI, SHIMAOYONGTONG, SHIRLY STORE, SHURRIKTOYS, SIADE-EYS888, SIX STAR TRADING CO., LTD., SO FASHION 2015, SOMETIMES321, SPARTAN3411, SPORT SCOPE, SPRINGBUY, SUN DIGIMON SPECIAL COUNTER, SUPER STORE, SVEN STORES, TEENAGE DREAM, THE COLOURFUL LIFE, THE DEBUT, THE LIFE STORE, THINK1989, THREE TREE, TIANTIANS, TIANTIANTOP, TINGTINGGUAIGUAI, TOP1STORE_JIANG, TRIUMPH GENUINE YONG JU, VAITEX4YOU, VIVIAN ZHAO

INTERNATIONAL, VK BEAUTY CO.,LTD, WANGXIN8520, WASH, WGHZ TEAM, WGTD WHOLESALE CO.,LTD., WOMEN'S FASHION TOOLS, WUHAN SHANG QUAN TRADING CO., LTD., WUYOU, XIAMEN HONGXIN ELECTRONIC, XUKE INTERNATIONAL TRADE CORPORATION, XXNNCC, YIDEA, YINSHUNLONG, YIWU FASHIONSHOW ECOMMERCE CO.,LTD, YIWU PUER E-COMMERCE, YIWU PU'ER E-COMMERCE CO.,LTD, YONGMAOGIFTS, YOUNG STYLE, YOUNG-FOREVER, YUANZHENZHEN, YUEBO88YUEBO01, ZALA TRADE, ZFQLP16, ZHANGHONGMEI830 and ZHANGYUEXIN,

Defendants

CONFIDENTIAL/FILED UNDER SEAL
NOT TO BE OPENED EXCEPT BY ORDER OF THE COURT

DECLARATION OF LISA DELANTY[1]

I, Lisa Delanty, hereby declare as follows:

1. I am over eighteen (18) years of age. I have never been convicted of a felony or any criminal offense involving moral turpitude, and I am fully competent to testify to the matters stated herein. I have personal knowledge of every statement made in this Declaration and such statements are true and correct.

2. I am Senior Manager, Consumer Products for Mattel, Inc. ("Mattel" or "Plaintiff"), a California corporation. I make and submit this affirmation in connection with Mattel's *ex parte* application for: 1) a temporary restraining order; 2) an order restraining assets and Merchant Storefronts; 3) an order to show cause why a preliminary injunction should not issue; 4) an order authorizing bifurcated and alternative service by electronic means and 5) an order authorizing expedited discovery against the above-captioned Defendants (hereinafter referred to as "Defendants"), Third Party Service Providers and Financial Institutions in light of Defendants' intentional and willful offerings for sale and/or sales of Counterfeit Products (as defined *infra*) ("Application").

3. Mattel, through its family of companies, is a leading designer, developer, marketer, manufacturer and distributor of well-known children's toys and games ("Mattel Products") under its iconic brands, including, but not limited to: Barbie, Thomas & Friends, Hot Wheels, American Girl and Fisher-Price ("Mattel Brands").

4. Mattel sells its Mattel Products worldwide through major retailers, quality toy stores and

[1] Where a defined term is referenced herein and not defined herein, the defined term should be understood as it is defined in the Complaint or Application.

online marketplaces.

5. One of Mattel's most popular and successful brands is Thomas and Friends, which features the main character Thomas the Tank Engine as a blue, cheery, anthropomorphic steam engine ("Thomas the Tank Engine").

6. Thomas the Tank Engine was originally part of a children's book series and lives on the fictional island of Sodor and aspires to be a "Really Useful Engine," which is the highest praise possible for trains that are part of the Sodor Railway. Thomas the Tank Engine encourages his fellow trains to be the best they can be, and imparts lessons about friendship, altruism and perseverance.

7. Thomas the Tank Engine and the other train characters soon became an award-winning hit around the world, launching a television spin-off series, *Thomas & Friends*, and a vast range of commercial products, including trains and tracks, games, puzzles and books ("Thomas & Friends Products").

8. Thomas the Tank Engine has become so popular that, in 2009, the *Independent* listed Thomas the Tank Engine as one of the 100 people that make Britain a happier place – one of only two entries that were not actual human beings.[2]

9. Thomas the Tank Engine's global popularity and reach to children, and his unique focus on empathy, collaboration and friendship, beginning in September 2018, the United Nations and Mattel launched a two-year collaboration to introduce six (6) of the United Nations' seventeen (17) Sustainable Development Goals to preschool audiences through Mattel's *Thomas & Friends* Brand.[3]

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[2] Sudarshan Abrol, *The Happy List 2009 – the 100*, THE INDEPENDENT (April 19, 2009), https://www.independent.co.uk/news/uk/this-britain/the-ios-happy-list-2009-the-100-1671055.html.

[3] UNITED NATIONS, THOMAS & FRIENDS LAUNCH SDG COLLABORATION, Sept. 7, 2018, available at https://www.un.org/sustainabledevelopment/blog/2018/09/united-nations-thomas-friends-launch-sdg-collaboration/.

10. The Thomas & Friends Products global retail sales have totaled approximately $1 billion,[4] and in 2017, more than 37 million Thomas & Friends Product engines were sold (more than one for every second of the year).

11. While Mattel has gained significant common law trademark and other rights in its Thomas & Friends Products, through use, advertising, and promotion, Mattel and its predecessors in interest have also protected these valuable rights by obtaining federal trademark registrations.

12. For example, Mattel, through its wholly-owned subsidiary Gullane (Thomas) Limited, is the owner and/or licensee of U.S. Trademark Reg. No. 3,799,968 for for a variety of goods in Classes 9, 16, 24, 25 and 28, U.S. Reg. No. 3,085,762 for "THOMAS & FRIENDS" for a variety of goods in Classes 9, 16, 25, 28 and 41, U.S. Trademark Reg. No. 3,500,987 for "THOMAS & FRIENDS" for a variety of goods in Classes 3, 11, 14 and 24 and U.S. Trademark Reg. No. 3,531,151 for "THOMAS & FRIENDS" for a variety of goods in Classes 18, 20, 21 and 29 (collectively, the "Thomas & Friends Marks"). True and correct copies of the registration certificates for the Thomas & Friends Marks are attached hereto as **Exhibit A** and incorporated herein by reference.

13. The Thomas & Friends Marks are currently in use in commerce in connection with the Thomas & Friends Products. The Thomas & Friends Marks were first used in commerce

[4] *See* Brookes Barnes, *Thomas the Tank Engine to Receive a Multimillion-Dollar Sheen*, THE NEW YORK TIMES (Dec. 30, 2012), available at https://www.nytimes.com/2012/12/31/business/media/mattel-to-give-thomas-the-tank-engine-a-multimillion-dollar-sheen.html?_r=0.

on or before the dates of first use as reflected in the registration certificates attached hereto as Exhibit A.

14. U.S. Trademark Reg. Nos. 3,799,968, 3,085,762, 3,500,987 and 3,531,151 are valid, subsisting and incontestable.

15. In addition, Mattel is also the owner and/or licensee of both registered and unregistered copyrights in and related to the Thomas & Friends Products.

16. For example, Mattel, through its wholly-owned subsidiary Gullane (Thomas) Limited, is the owner and/or licensee of U.S. Copyright Reg. PA 1-930-773, covering Thomas & Friends: The Thomas Way, U.S. Copyright Reg. TX 7-953-676, covering Thomas & Friends: Story Time Collection, U.S. Copyright Reg. TX 7-973-191, covering Thomas & Friends: Special Delivery (Lift-a-Flap Sound Book), U.S. Copyright Reg. TX 7-973-196, covering Thomas & Friends: Railway Race Day (Lift-a-Flap Sound Book), U.S. Copyright Reg. TX 7-973-208, covering Thomas & Friends: I'm Ready to Read with Thomas (Play-a-Sound book), U.S. Copyright Reg. TX 7-985-398, covering Thomas & Friends: I Can Help Thomas (Play-a-Sound book), U.S. Copyright Reg. TX 7-992-119, covering Thomas & Friends: Nine Favorite Tales (Little Golden Book Collection), U.S. Copyright Reg. TX 8-149-304, covering Thomas & Friends: Books & Blocks and U.S. Copyright Reg. TX 4-442-061, covering Thomas the tank engine / by W. Awdry (collectively, the "Thomas & Friends Works"). True and correct copies of the U.S. Copyright registration certificates for the Thomas & Friends Works are attached hereto as **Exhibit B** and incorporated herein by reference.

17. The success of the Thomas & Friends Products is due in part to Mattel's marketing and promotional efforts. These efforts include advertising and promotion through television, Mattel's website, retailer websites, print and internet-based advertising, placement of the

Thomas & Friends Products at dozens of authorized major retail outlets, both domestically and abroad, including New York.

18. Mattel's success is also due to its use of high quality materials and processes in making the Thomas & Friends Products.

19. Additionally, Mattel owes a substantial amount of the success of the Thomas & Friends Products to its consumers and word-of-mouth buzz that its consumers have generated, including events featuring Thomas & Friends Products and meetups for fans. These events draw more than 8 million visitors each year, worldwide.

20. The Thomas & Friends brand is also very successful in connection with mobile phone apps for children. For example, according to AppAnnie, a global provider of app market data & trends, the *Thomas & Friends Minis* app on iOS (the Apple App store) was the number one (1) most downloaded kids app in over 65 countries, and the number two (2) most downloaded kids app in the United States, at the time of its launch in 2017.

21. Collectively, there are over 1.8 million fans on Facebook, Twitter and Instagram of *Thomas & Friends* and *Thomas & Friends* content has more than 9 billion views on YouTube.

22. Mattel's efforts, the quality of its Thomas & Friends Products, its marketing, promotion and distribution efforts, and the word-of-mouth buzz generated by its consumers have made the Thomas & Friends Products, Thomas & Friends Marks and Thomas & Friends Works prominently placed in the minds of the public. Members of the public and retailers have become familiar with the Thomas & Friends Marks, Thomas & Friends Works and Thomas & Friends Products, and have come to associate them exclusively with Mattel. Mattel has acquired a valuable reputation and goodwill among the public as a result of such association.

23. Mattel has gone to great lengths to protect its interests to the Thomas & Friends Products, Thomas & Friends Marks and Thomas & Friends Works. No one other than Mattel and its authorized licensees and distributors is authorized to manufacture, import, export, advertise, offer for sale, or sell any goods utilizing the Thomas & Friends Marks or Thomas & Friends Works without the express permission of Mattel.

24. In light of the success of Mattel, it and its Thomas & Friends Products have become targets for unscrupulous individuals and entities wishing to exploit the goodwill, reputation and fame of the Thomas & Friends Products, Thomas & Friends Marks and Thomas & Friends Works, and Mattel routinely investigates and enforces against such activities.

25. As part of these efforts, Mattel authorized Epstein Drangel LLP ("Epstein Drangel") to retain New Alchemy Limited ("NAL"), a company that provides intellectual property infringement research services, to investigate and research manufacturers and/or third-party merchants offering for sale and/or selling Counterfeit Products on online marketplace platforms such as Wish.com, which allows manufacturers and third-party merchants, like Defendants, to advertise, distribute, offer for sale, sell and ship retail products, originating primarily from China, among other locations, directly to consumers worldwide and specifically to consumers residing in the U.S., including New York (hereinafter, "Wish").

26. Through NAL's investigative and enforcement efforts, Mattel learned of Defendants' infringing and counterfeiting actions, which vary and include, but are not limited to, manufacturing, importing, exporting, advertising, marketing, promoting, distributing, displaying, offering for sale and/or selling counterfeit and/or infringing Thomas & Friends Products bearing the Thomas & Friends Marks and/or one or more of Thomas & Friends Works, and/or bearing marks and artwork that are confusingly or substantially similar to the Thomas & Friends Marks and/or Thomas & Friends Works, and/or are identical or

confusingly or substantially similar to the Thomas & Friends Products ("Infringing Products" or "Counterfeit Products") to U.S. consumers, including those located in New York, through Defendants' User Accounts and Merchant Storefronts on Wish.

27. Through visual inspection of Defendants' listings for Counterfeit Products ("Infringing Listings"), Mattel confirmed that each Defendant is using at least one of the Thomas & Friends Marks and/or displaying one of the Thomas & Friends Works in the Infringing Listings without authorization, and that the products that each Defendant offers for sale using and featuring virtually identical copies of the Thomas & Friends Marks and/or Thomas & Friends Works are, in fact, Counterfeit Products.

28. Mattel also confirmed that Defendants are not, nor have they ever been, authorized distributors or licensees of the Thomas & Friends Products. Mattel never consented to Defendants' use of the Thomas & Friends Marks or Thomas & Friends Works, nor has Mattel consented to Defendants' use of any identical or confusingly or substantially similar marks or artwork.

29. Mattel's inspection of the Infringing Listings revealed, among other things, improper packaging, incorrect labeling, wrong coloring and below market pricing.

30. One of the principal reasons Mattel instituted an active anti-infringement enforcement program is to protect its consumers from purchasing counterfeit and/or infringing products and toys that wrongly bear Mattel's name and may be unsafe or of poor quality, which is of particular importance given that the Mattel Products' primary consumer base is children.

31. Defendants' intentional and deceitful misconduct has likely resulted in lost profits to Mattel and has damaged the inherent value of the Thomas & Friends Marks, impaired Mattel's reputation for providing high-quality products, diluted Mattel's brands and the goodwill associated therewith, negatively affecting Mattel's relationships with current customers

(including both retail customers as well as end consumers) and its ability to attract new customers.

32. Mattel has trained its counsel, Epstein Drangel, on how to identify infringing Thomas & Friends Products. Epstein Drangel is available to identify additional differences between the Counterfeit Products and authentic Thomas & Friends Products upon request of the Court. Mattel keeps its procedures to determine the authenticity of its Thomas & Friends Products confidential to streamline and ensure accuracy of the identification process for Mattel and its anti-infringement team.

33. Neither I, nor anyone else at Mattel, to the best of my knowledge, have publicized this Application or Mattel's intent to seek entry of a temporary restraining order against Defendants to any third party.

I declare under the penalty of perjury under the laws of the United States of America that to the best of my knowledge the foregoing is true and correct.

Executed on this 8 day of November 2018 in El Segundo, CA.

By: Lisa Delanty
Lisa Delanty

EXHIBIT A

United States of America

United States Patent and Trademark Office

Reg. No. 3,799,968

Registered June 8, 2010

Int. Cls.: 3, 9, 11, 14, 16, 24, 25, 28, and 41

TRADEMARK

SERVICE MARK

PRINCIPAL REGISTER

GULLANE (THOMAS) LIMITED (UNITED KINGDOM CORPORATION)
149 TOTTENHAM COURT ROAD
MAPLE HOUSE, 5TH FLOOR
LONDON, UNITED KINGDOM W1T7NF

FOR: BABY WIPES, TOOTHPASTE, SHAMPOO, HAIR CONDITIONER, TALCUM POWDER, SKIN MOISTURIZER, SKIN SOAP, FRAGRANCES FOR COSMETIC USE; LIP BALM, BUBBLE BATH, ALL PURPOSE COTTON SWABS FOR PERSONAL USE, COTTON BALLS FOR PERSONAL USE, IN CLASS 3 (U.S. CLS. 1, 4, 6, 50, 51 AND 52).

FOR: PRERECORDED VIDEO CASSETTES, AUDIO CASSETTES FEATURING CHILD THEMES; CDS, DVDS AND OPTICAL AND MAGNETO-OPTICAL DISCS FEATURING MUSIC, STORIES, STILL IMAGES AND MOTION PICTURES FOR CHILDREN'S ENTERTAINMENT; ELECTRONIC BOOKS FOR CHILDREN RECORDED ON COMPUTER MEDIA, DVD PLAYERS, VIDEOCASSETTE PLAYERS, AUDIO CASSETTE PLAYERS, TELEVISIONS, PERSONAL STEREOS, MP3 PLAYERS, WALKIE-TALKIES, DECORATIVE MAGNETS, SPORT WHISTLES, CD CASES, CELL PHONES, CELL PHONE COVERS, VIDEO GAME CARTRIDGES AND COMPUTER SOFTWARE FEATURING EDUCATIONAL AND ENTERTAINMENT PROGRAMS FOR CHILDREN; SUNGLASSES, SPECTACLE FRAMES, BICYCLE HELMETS, DISPOSABLE CAMERAS, IN CLASS 9 (U.S. CLS. 21, 23, 26, 36 AND 38).

FOR: ELECTRIC HOLIDAY LIGHTS; NIGHT LIGHTS, LAMPS, LAMP SHADES, LIGHT WANDS, FLASHLIGHTS, BICYCLE REFLECTORS, IN CLASS 11 (U.S. CLS. 13, 21, 23, 31 AND 34).

FOR: WATCHES, IN CLASS 14 (U.S. CLS. 2, 27, 28 AND 50).

FIRST USE 0-0-2007; IN COMMERCE 0-0-2007.

FOR: CHILDREN'S BOOKS, COLORING BOOKS, CHILDREN'S ACTIVITY BOOKS, STICKERS, STICKER BOOKS, STICKER ALBUMS, BOOKENDS, PHOTO ALBUMS, PHOTO STORAGE BOXES, SCRAP BOOKS, CHILDREN'S MAGAZINES IN THE FIELD OF GENERAL FEATURES, FLASH CARDS, BOXED NOTE CARDS, STATIONERY, PAPER GIFT WRAP, PAPER GIFT BAGS, PAPER GIFT BOXES, PAPER GIFT TAGS, PAPER RIBBONS FOR GIFT WRAPPING, GREETING CARDS, INVITATION CARDS, PAPER TABLE CLOTHS, PAPER NAPKINS, PAPER GARLANDS, PAPER DIARIES, PAPER ORGANIZERS, ADDRESS BOOKS, NOTEBOOKS, DISPOSABLE DIAPERS, PAPER BOOKMARKS, CALENDARS, GREETING CARDS, PENCILS, PENCIL CASES, PENCIL SHARPENERS, RUBBER ERASERS, PENS, CRAYONS, MARKERS, PAINTING SETS FOR CHILDREN AND ARTISTS, DRAWING PAPER, SKETCH PADS, CONSTRUCTION PAPER, EASELS, CHALK, RUBBER STAMP SETS CONSISTING OF RUBBER STAMPS AND INK PADS; DRAWING RULERS, MODELING

UNITED STATES PATENT AND TRADEMARK OFFICE · DEPARTMENT OF COMMERCE

David J. Kappos

Director of the United States Patent and Trademark Office

Reg. No. 3,799,968 CLAY, TEMPORARY TATTOOS, DRY ERASE WRITING BOARDS; PLASTIC BAGS FOR PARTY FAVORS, BULLETIN BOARDS, KITS COMPRISED OF REUSABLE DESIGN STICKERS FOR ATTACHMENT TO PLAY SURFACES, IN CLASS 16 (U.S. CLS. 2, 5, 22, 23, 29, 37, 38 AND 50).

FOR: TEXTILE TABLE CLOTHS AND TABLE MATS; TOWELS, WASH CLOTHS, SHOWER CURTAINS, BLANKETS, THROWS, BED SHEETS, DUVET COVERS, BED SKIRTS, BED SPREADS, PILLOW COVERS, CURTAINS, HANDKERCHIEFS, TEXTILE WALL HANGINGS, FABRIC FLAGS, IN CLASS 24 (U.S. CLS. 42 AND 50).

FOR: CLOTH BIBS, HATS, SOCKS, SCARVES, MITTENS, GLOVES, HOSIERY, EARMUFFS, SLIPPER SOCKS, PONCHOS, RAINCOATS, PAJAMAS, ROBES, NIGHTGOWNS, INFANT SLEEPERS, BODYSUITS, LEGGINGS, BOOTS, SHOES, SANDALS, SLIPPERS, T-SHIRTS, JACKETS, COATS, JUMPERS, NECKTIES, VESTS, WAISTCOATS, DRESSES, PANTS, BELTS, DUNGAREES, SKIRTS, SHORTS, SWEATERS, SWIMWEAR, SWEATSHIRTS, SWEAT PANTS, FLEECE PULLOVERS, WIND RESISTANT JACKETS; WIND RESISTANT PANTS; SNOWSUITS, SNOW PANTS, UNDERWEAR, APRONS, MASQUERADE COSTUMES, IN CLASS 25 (U.S. CLS. 22 AND 39).

FOR: (BASED ON 44(E)) PLUSH TOYS, TOY BUILDING BLOCKS, TOY FIRE TRUCKS, TOY VEHICLES, TOY CONSTRUCTION SETS; ELECTRONIC NOVELTY TOYS, NAMELY, TOYS FEATURING MUSIC, SOUND, LIGHT AND/OR MOVEMENT; ELECTRONIC LEARNING TOYS; WOODEN TOYS, NAMELY, TRAINS AND TRAIN ACCESSORIES; HANDHELD ELECTRONIC GAMES, PLAY SETS COMPRISED OF FIGURES AND ACCESSORIES WITH TOY BUILDINGS, LANDSCAPES, ENVIRONMENTS AND/OR SETTINGS; TOY DIECAST FIGURES, TOY PLASTIC FIGURES, TOY TRAINS; LEARNING TOYS, NAMELY, TOYS FOR TEACHING LANGUAGE, ALPHABET, NUMBERS, COLORS, SPATIAL RELATIONSHIPS, MANNERS, VOCABULARY, AND/OR MATH; BOARD GAMES, PLAYING CARDS, CARD GAMES, JIGSAW PUZZLES, MANIPULATIVE PUZZLES, CARDS FOR PLAYING A MATCHING CARD GAME; MULTIPLE ACTIVITY BABY TOYS, CRIB TOYS, CRIB MOBILES, BATH TOYS, BUBBLE MAKING TOYS, SAND TOYS, INFLATABLE TOYS, SPORTS EQUIPMENT, NAMELY, BASEBALL GLOVES, BASEBALL BATS, SPORTS BALLS, JUMP ROPES, ROLLER SKATES AND ATHLETIC PROTECTIVE PADS FOR ROLLER SKATING; PLAYGROUND BALLS, TOY SCOOTERS, PLAYHOUSES FOR CHILDREN, KITCHEN PLAY SETS COMPRISED OF PLASTIC TOY APPLIANCES, PLASTIC TOY UTENSILS, PLASTIC TOY PLATES, AND PLASTIC TOY FOOD; HOUSE CLEANING PLAY SETS COMPRISED OF PLASTIC TOY CLEANING EQUIPMENT AND TOY ACCESSORIES; COIN-OPERATED AMUSEMENT RIDES, RIDE-ON TOYS, PULL TOYS, BALLOONS, PIÑATAS, BABY RATTLES, POGO STICKS, CHRISTMAS STOCKINGS; CHRISTMAS TREE ORNAMENTS; DOLLS, BEAN BAG DOLLS, PUPPETS, SNOW GLOBES, TOY CHRISTMAS TREES, TOY MUSIC BOXES, WATER PISTOLS; PARTY FAVORS IN THE NATURE OF CRACKERS AND NOISEMAKERS; (BASED ON USE IN COMMERCE) KITES, IN CLASS 28 (U.S. CLS. 22, 23, 38 AND 50).

FIRST USE 0-0-2007; IN COMMERCE 0-0-2007.

FOR: ENTERTAINMENT SERVICES, NAMELY, AN ON-GOING SERIES OF PROGRAMS FOR CHILDREN PROVIDED THROUGH BROADCAST TELEVISION, CABLE TELEVISION, AND SATELLITE TELEVISION; PERSONAL APPEARANCES BY COSTUMED CHARACTERS; PROVISION OF EDUCATION AND ENTERTAINMENT FOR CHILDREN BY MEANS OF THE INTERNET, NAMELY, PROVIDING A WEBSITE FEATURING EDUCATIONAL GAMES IN THE FIELDS OF LANGUAGE, ALPHABET, NUMBERS, COLORS, SPATIAL RELATIONSHIPS, MANNERS, VOCABULARY, AND/OR MATH, AND INFORMATION ABOUT CHILDREN'S TELEVISION PROGRAMS; FAN CLUBS; EDUCATIONAL SERVICES IN THE NATURE OF LANGUAGE INSTRUCTION, THEME PARK SERVICES, IN CLASS 41 (U.S. CLS. 100, 101 AND 107).

Reg. No. 3,799,968 PRIORITY CLAIMED UNDER SEC. 44(D) ON UNITED KINGDOM APPLICATION NO. 2448329, FILED 3-3-2007, REG. NO. 2448329, DATED 9-7-2007, EXPIRES 3-3-2017.

THE MARK CONSISTS OF THE DESIGN OF A TRAIN WITH A FACE ON TRACKS WITH THE NUMBER "1" ON THE SIDE.

SN 77-267,930, FILED 8-30-2007.

DOMINIC J. FERRAIUOLO, EXAMINING ATTORNEY

Int. Cls.: 9, 16, 25, 28, and 41

Prior U.S. Cls.: 2, 5, 21, 22, 23, 26, 29, 36, 37, 38, 39, 50, 100, 101, and 107

Reg. No. 3,085,762

United States Patent and Trademark Office **Registered Apr. 25, 2006**

TRADEMARK
SERVICE MARK
PRINCIPAL REGISTER

GULLANE (THOMAS) LLC (DELAWARE LTD LIAB CO)
300 DELAWARE AVENUE, SUITE 518
WILMINGTON, DE 19801

FOR: AMUSEMENT APPARATUS AND GAMES, NAMELY, VIDEO GAMES FOR USE WITH TELEVISION AND INTERACTIVE COMPUTER GAMES FOR CHILDREN ON CD ROMS; COMPUTER PROGRAMS AND COMPUTER SOFTWARE FOR USE IN DATABASE MANAGEMENT AND FOR USE IN INTERACTIVE COMPUTER GAMES FOR CHILDREN; PRE-RECORDED DISCS, AUDIO AND VIDEO AND COMPUTER CASSETTES FEATURING GAMES, MUSIC, SPOKEN WORD AND VISUAL LIVE AND CARTOON ANIMATION; ELECTRONIC GAMES FOR CHILDREN, NAMELY, AN ELECTRONIC MOLDED SET WHICH FITS OVER A COMPUTER KEYBOARD FOR PLAYING COMPUTER GAMES; ELECTRONIC BOOKS FOR CHILDREN AND CARTRIDGES FOR ELECTRONIC BOOKS FOR CHILDREN; DOWNLOADABLE ELECTRONIC PUBLICATIONS IN THE NATURE OF MAGAZINES AND BOOKS FEATURING STORIES AND GAMES FOR CHILDREN; SUNGLASSES; CAMERAS; CHAINS, CORDS AND FRAMES FOR SUNGLASSES; COMPUTER HARDWARE; DECORATIVE MAGNETS; VIDEO GAME CARTRIDGES; WALKIE TALKIES, IN CLASS 9 (U.S. CLS. 21, 23, 26, 36 AND 38).

FIRST USE 2-0-2003; IN COMMERCE 2-0-2003.

FOR: PHOTOGRAPH ALBUMS; ARTISTS MATERIALS, NAMELY, SKETCH PADS; PAPER BADGES; PLASTIC BAGS FOR PACKAGING; BOOKS, NAMELY, HARD AND SOFT BACKED CHILDREN'S BOOKS, CHILDREN'S BOOK SETS, SCRAP BOOKS; PRINTED PAPER CATALOGUES ADVERTISING CHILDREN'S TOYS, GAMES, CLOTHING AND ENTERTAINMENT; PRINTED PAPER OR CARD CERTIFICATES; PAPER WRITING BOOKS CONTAINING PLAIN, RULED, LINED AND GRAPH PAPER; PAPER AND CARDBOARD GIFT TAGS; GOODS MADE FROM PAPER AND CARDBOARD, NAMELY, BOXED, FRAME TRAY, MINI, AND LIFT AND LOOK CARDBOARD PUZZLES; INSTRUCTIONAL AND TEACHING MATERIAL, NAMELY, FLASHCARDS; MODELING MATERIALS, NAMELY, MODELING CLAY; PAINTING MATERIALS, NAMELY, CANVAS FOR PAINTING; PAPER PARTY GOODS, NAMELY, PLACE MATS; PAPER PUZZLES, NAMELY, CROSSWORD, WORD SEARCH, MAZE, QUIZ, AND JOIN THE DOT PUZZLES; PHOTOGRAPH STANDS, HOLDERS MADE OF PAPER OR CARDBOARD; CAKE DECORATIONS MADE FROM PAPER; PRINTS; PICTURES; PAINTINGS; PRINTED MATERIALS, NAMELY, PLACARDS OF PAPER AND CARDBOARD; MAGAZINES, PAMPHLETS, BROCHURES, NEWSLETTERS, ALL FOR CHILDREN; STAMP PADS; STAMPS, NAMELY, RUBBER STAMPS; PAPER TABLE CLOTHS; PRINTED PAPER OR CARDS FOR ENTRANCE INTO ENTERTAINMENT EVENTS; TRACING PATTERNS; AND IRON-ON TRANSFERS; CHILDREN'S ACTIVITY BOOKS; BLACKBOARDS; BOOK MARKS; BOOKENDS; BOXES OF CARDBOARD OR PAPER; CALENDARS; CARDBOARD; CHALK; COLORING BOOKS; CRAYONS; DIARIES; DRAWING INSTRUMENTS; ERASERS; FOLDERS; GIFT WRAPPING PAPER; GREETING CARDS; NOTEBOOKS; PAINTERS EASELS; PAPER BANNERS; PAPER FLAGS; PAPER NAPKINS; PAPER PARTY DECORATIONS; PAPER TISSUES; PARTY INVITATIONS; PENCIL CASES;

PENCIL SHARPENERS; PENCILS; POSTCARDS; POSTERS; STATIONERY; STENCIL SETS; STENCILS; STICKERS; TRADING CARDS, IN CLASS 16 (U.S. CLS. 2, 5, 22, 23, 29, 37, 38 AND 50).

FIRST USE 0-0-2000; IN COMMERCE 0-0-2000.

FOR: CLOTHING, NAMELY, T-SHIRTS, SWEATSHIRTS, COATS, WIND SUITS, POLAR SUITS, SKI JACKETS, SKI PANTS, PONCHOS, JEANS, PYJAMAS, SLEEP WEAR, BATHING SUITS, TANK TOPS, BRACES, SHIRTS, JUMPERS, UNDERGARMENTS, PANTS, SHORTS, SOCKS, JACKETS TIES, FANCY DRESS COSTUMES, ROMPER SUITS, CLOTH AND PLASTIC BIBS FOR EATING FOR BABIES, OVERALLS, SHORTALLS, SCARVES, MITTENS, GLOVES, EARMUFFS, BANDANNAS; HEADGEAR, NAMELY, HATS, AND BASEBALL CAPS; FOOTWEAR, IN CLASS 25 (U.S. CLS. 22 AND 39).

FIRST USE 0-0-2001; IN COMMERCE 0-0-2001.

FOR: AMUSEMENT PARK AND FAIRGROUND RIDES; HAND HELD GAME MACHINES; GAMES, TOYS AND PLAYTHINGS, NAMELY, BALLS, BUILDING BLOCKS, BOARD GAMES, MODEL TRAINS AND VEHICLES, ACCESSORIES FOR MODEL TRAINS AND VEHICLES, NAMELY STORAGE CASES, TOY BRIDGES, TOY BUILDINGS, TOY TRAIN TRACKS, AND TOY TREES; PLAY SETS COMPRISING MODEL TRAINS AND ACCESSORIES, NAMELY STORAGE CASES, TOY BRIDGES, TOY BUILDINGS, TOY TRAIN TRACKS, AND TOY TREES; PLUSH TOYS; ROCKING TOYS; RIDE-ON TOY TRAINS AND VEHICLES; SPINNING TOPS; SLIDES; SWINGS; DOLLS; PLAY TENTS; WIRE FRAME PUZZLES; PARTY FAVORS IN THE NATURE OF SMALL TOYS; FELT PLAY SETS; FOAM PUZZLES; KALEIDOSCOPES; JIGSAW PUZZLES; BOARD GAMES TO BE PLAYED ON THE FLOOR; BOARD GAMES FEATURING NUMBERS; AND BOARD GAMES FEATURING COLORS AND SHAPES; BLOCK PUZZLES; PEGGED PUZZLES; FRAME TRAY PUZZLES; DIE-CUT PUZZLES; MAGNETIC PUZZLES AND BATH TOYS; FLIPPERS FOR SWIMMING; YO-YO'S; CHILDREN'S BICYCLES; NOVELTIES, NAMELY, SNOW GLOBES; TOY FIGURINES MADE OF RESIN; BALLOONS; CHRISTMAS TREE DECORATIONS; PLAYING CARDS, IN CLASS 28 (U.S. CLS. 22, 23, 38 AND 50).

FIRST USE 6-0-2002; IN COMMERCE 6-0-2002.

FOR: ARRANGING AND CONDUCTING WORKSHOPS FOR CHILDREN ON THE SUBJECT OF TRAINS AND RAILWAYS; CLUB SERVICES, NAMELY, FAN CLUB SERVICES; ENTERTAINMENT SERVICES, NAMELY, ENTERTAINMENT IN THE NATURE OF ONGOING TELEVISION, RADIO AND FILM PROGRAMS; LIVE EVENTS IN THE FIELD OF CHILDREN'S ENTERTAINMENT FEATURING A REPLICA RAILROAD ENGINE; EDUCATIONAL AND ENTERTAINMENT SERVICES, NAMELY, PROVIDING ENTERTAINMENT INFORMATION FOR CHILDREN BY MEANS OF A GLOBAL COMPUTER NETWORK; SCRIPT WRITING SERVICES IN THE NATURE OF WRITING SCRIPTS FOR CHILDREN'S TELEVISION, FILM AND LIVE THEATRICAL ENTERTAINMENT; ARRANGING AND CONDUCTING RE-ENACTMENTS FROM A CHILDREN'S TELEVISION SERIES FEATURING AN ANIMATED TANK ENGINE; AMUSEMENT PARK SERVICES; ENTERTAINMENT SERVICES, NAMELY, PROVIDING AN ON-LINE COMPUTER GAME PROGRAM; MUSEUM SERVICES; PRODUCTION OF FILMS AND RADIO AND TELEVISION PROGRAMS; PRODUCTION, DISTRIBUTION, RENTAL AND EXHIBITION OF FILMS AND TELEVISION AND RADIO PROGRAMS; PROVIDING DIGITAL MUSIC FROM THE INTERNET; PUBLICATION OF BOOKS; THEATRE PRODUCTION SERVICES, IN CLASS 41 (U.S. CLS. 100, 101 AND 107).

FIRST USE 0-0-2000; IN COMMERCE 0-0-2000.

OWNER OF U.S. REG. NOS. 2,009,287 AND 2,324,539.

SN 76-363,909, FILED 1-25-2002.

CAROLINE WEIMER, EXAMINING ATTORNEY

Int. Cls.: 3, 11, 14 and 24

Prior U.S. Cls.: 1, 2, 4, 6, 13, 21, 23, 27, 28, 31, 34, 42, 50, 51 and 52

Reg. No. 3,500,987

United States Patent and Trademark Office

Registered Sep. 16, 2008

TRADEMARK
PRINCIPAL REGISTER

GULLANE (THOMAS) LIMITED (UNITED KINGDOM CORPORATION)

149 TOTTENHAM COURT ROAD

MAPLE HOUSE, 5TH FLOOR

LONDON, UNITED KINGDOM W1T7NF

FOR: BABY WIPES, TOOTHPASTE, SHAMPOO, HAIR CONDITIONER, TALCUM POWDER, SKIN MOISTURIZER, SKIN SOAP, FRAGRANCES FOR COSMETIC USE; LIP BALM, BUBBLE BATH, ALL PURPOSE COTTON SWABS FOR PERSONAL USE, COTTON BALLS FOR PERSONAL USE, IN CLASS 3 (U.S. CLS. 1, 4, 6, 50, 51 AND 52).

FOR: ELECTRIC HOLIDAY LIGHTS; NIGHT LIGHTS, LAMPS, LAMP SHADES, LIGHT WANDS, FLASHLIGHTS, BICYCLE REFLECTORS, IN CLASS 11 (U.S. CLS. 13, 21, 23, 31 AND 34).

FOR: CLOCKS AND WATCHES, HOLIDAY ORNAMENTS MADE OF PRECIOUS METALS, IN CLASS 14 (U.S. CLS. 2, 27, 28 AND 50).

FOR: TEXTILE TABLE CLOTHS AND TABLE MATS; TOWELS, WASH CLOTHS, SHOWER CURTAINS, BLANKETS, THROWS, BED SHEETS, DUVET COVERS, BED SKIRTS, BED SPREADS, PILLOW COVERS, CURTAINS, HANDKERCHIEFS, TEXTILE WALL HANGINGS, FABRIC FLAGS, IN CLASS 24 (U.S. CLS. 42 AND 50).

PRIORITY CLAIMED UNDER SEC. 44(D) ON UNITED KINGDOM APPLICATION NO. 2448330, FILED 3-3-2007, REG. NO. 2448330, DATED 3-14-2008, EXPIRES 3-3-2017.

OWNER OF U.S. REG. NO. 3,085,762.

THE MARK CONSISTS OF THE WORDS "THOMAS & FRIENDS" INSIDE A CLOUD-SHAPED BLACK BORDER.

SER. NO. 77-267,931, FILED 8-30-2007.

DOMINIC J. FERRAIUOLO, EXAMINING ATTORNEY

Int. Cls.: 18, 20, 21, 29, 30 and 32

Prior U.S. Cls.: 1, 2, 3, 13, 22, 23, 25, 29, 30, 32, 33, 40, 41, 45, 46, 48 and 50

Reg. No. 3,531,151

United States Patent and Trademark Office **Registered Nov. 11, 2008**

TRADEMARK
PRINCIPAL REGISTER

GULLANE (THOMAS) LIMITED (GREAT BRITAIN LIMITED COMPANY)
MAPLE HOUSE
149 TOTTENHAM COURT ROAD; LONDON W1T 7NF
UNITED KINGDOM

FOR: BAGS, NAMELY, ATHLETIC BAGS, SCHOOL BAGS, DUFFLE BAGS, BEACH BAGS, AND DIAPER BAGS, COIN PURSES, FANNY PACKS, KEY CASES, VANITY CASES SOLD EMPTY, SUITCASES, HANDBAGS, UMBRELLAS, BACK PACKS, LUGGAGE, TOTE BAGS, SYNTHETIC FABRIC LUNCH BAGS, WALLETS, IN CLASS 18 (U.S. CLS. 1, 2, 3, 22 AND 41).

FOR: SLEEPING BAGS, PILLOWS, CAKE DECORATING KITS CONSISTING OF PLASTIC CAKE DECORATIONS, TOY BOXES, DRINKING STRAWS, IN CLASS 20 (U.S. CLS. 2, 13, 22, 25, 32 AND 50).

FOR: HOUSEHOLD CONTAINERS FOR FOOD, SOLD EMPTY; GLASSWARE, PORCELAIN, EARTHENWARE MUGS; BOWLS, CUPS AND PLATES; BOTTLES, SOLD EMPTY, BEVERAGE GLASSES, LUNCH BOXES, THERMAL INSULATED CONTAINERS FOR FOOD OR BEVERAGE, INFANT CUPS; BATHROOM ACCESSORIES, NAMELY, TOOTH BRUSHES, WASTEBASKETS, HOLDERS FOR FACIAL TISSUES, HOLDERS FOR TOOTH BRUSHES; DISPENSERS FOR LIQUID SOAP; NONMETAL MONEY BOXES, METAL CAKE PANS, COOKIE CUTTERS; HAIR BRUSHES, HAIR COMBS, IN CLASS 21 (U.S. CLS. 2, 13, 23, 29, 30, 33, 40 AND 50).

FOR: CANDIED FRUIT SNACKS, JAMS, JELLIES, FRUIT JELLIES; PROCESSED NUTS; PICKLES; MILK AND MILK PRODUCTS EXCLUDING ICE CREAM, ICE MILK AND FROZEN YOGURT; YOGURT, CHEESE; PRESERVED, DRIED, COOKED AND CANNED FRUITS AND VEGETABLES; EDIBLE OILS AND FATS; FRUIT TOPPINGS; VEGETABLE SALADS; FISH, MEAT, POULTRY AND GAME; MEAT EXTRACTS; PROCESSED BEANS; PEANUT BUTTER; POTATO CHIPS; FOOD PRODUCTS MADE FROM FISH, NAMELY, FISH STICKS AND FISH FILLETS; POTATO CRISPS; RAISINS; SOUPS; APPLE SAUCE, IN CLASS 29 (U.S. CL. 46).

FOR: SUGAR, RICE, TAPIOCA, SAGO, ARTIFICIAL COFFEE; FLOUR AND PREPARATIONS MADE FROM CEREALS, NAMELY, BREAKFAST CEREALS; BREAD; TREACLE; SALT; MUSTARD; VINEGAR; SPICES; GINGER BREAD; GOLDEN SYRUP; TEA, COFFEE, COCOA, CHOCOLATE FOOD BEVERAGES NOT BEING DAIRY-BASED OR VEGETABLE-BASED; BREAKFAST CEREALS, READY TO EAT; CEREAL DERIVED FOOD BARS, MUESLI, CORNFLAKES, PROCESSED CEREALS; PASTRIES AND CRYSTAL SUGAR PIECES CONFECTIONERY, CHOCOLATE, CANDIES, CANDY BARS, BISCUITS, COOKIES, CAKES, CRACKERS, RUSKS; CHOCOLATE SYRUPS AND CHOCOLATE TOPPINGS; ICE CREAM AND FROZEN CONFECTIONS, FROZEN YOGURT; HONEY; MARSHMALLOWS; SNACK MIX CONSISTING PRIMARILY OF CRACKERS, PRETZELS, NUTS AND /OR POPPED POPCORN; KETCHUP; PASTA; MAYONNAISE; PIES; PANCAKES; PIZZAS; RAVIOLI; SANDWICHES; ICE; FRUIT SAUCES EXCLUDING CRANBERRY SAUCE AND APPLESAUCE; SALAD DRESSINGS, IN CLASS 30 (U.S. CL. 46).

FOR: MINERAL AND AERATED WATERS; FRUIT DRINKS AND FRUIT JUICES; FROZEN DRINK CONCENTRATES; PREPARATIONS FOR MAKING FRUIT DRINKS, NAMELY, SWEETENED

POWDERED DRINK MIXES , IN CLASS 32 (U.S. CLS. 45, 46 AND 48).

OWNER OF INTERNATIONAL REGISTRATION 0924581 DATED 1-19-2007, EXPIRES 1-19-2017.

OWNER OF U.S. REG. NOS. 2,009,287, 3,085,762 AND OTHERS.

CLOUD DESIGN FEATURING THE WORDS "THOMAS & FRIENDS".

SER. NO. 79-038,619, FILED 1-19-2007.

JASON TURNER, EXAMINING ATTORNEY

EXHIBIT B

Certificate of Registration

This Certificate issued under the seal of the Copyright Office in accordance with title 17, *United States Code*, attests that registration has been made for the work identified below. The information on this certificate has been made a part of the Copyright Office records.

Maria A. Pallante

Register of Copyrights, United States of America

Registration Number

PA 1-930-773

Effective Date of Registration:
November 25, 2014

Title

Title of Work: Thomas & Friends: The Thomas Way

Completion/Publication

Year of Completion: 2013
Date of 1st Publication: December 03, 2013
Nation of 1st Publication: United States

Author

- **Author:** Gullane (Thomas) Limited
Author Created: entire motion picture, Compilation of pre-existing episodes
Work made for hire: Yes
Domiciled in: United Kingdom

Copyright Claimant

Copyright Claimant: Gullane (Thomas) Limited
149 Tottenham Court Rd., London, W1T7NF, United Kingdom

Limitation of copyright claim

Material excluded from this claim: preexisting footage, preexisting music

New material included in claim: DVD cover artwork, additional audiovisual material, compilation

Certification

Name: Lynn A. Whelan
Date: November 19, 2014

0000PA0001930773020 2

OFFICIAL SEAL

attests that registration has been made for the work identified below. The information on this certificate has been made a part of the Copyright Office records.

Marybeth Peters

REGISTER OF COPYRIGHTS
United States of America

For a Registration
UNITED STATES COPYRIGHT OFFICE

REGISTRATION NUMBER

TX 4-442-061

EFFECTIVE DATE OF REGISTRATION

FEB 18 1997
Month Day Year

DO NOT WRITE ABOVE THIS LINE. IF YOU NEED MORE SPACE, USE FORM GATT/CON.

1 TITLE:

a Thomas the Tank Engine

English translation:

b DESCRIPTION OF THE WORK: *(Check one or more)*

- [x] literary work text/illustrations
- [ ] musical work, including any accompanying words
- [ ] dramatic work, including any accompanying music
- [ ] pantomime or choreographic work
- [ ] pictorial, graphic, or sculptural work
- [ ] motion picture or other audiovisual work
- [ ] architectural work
- [ ] sound recording, created in _____(year)

2 **a** AUTHOR(S):

Name: The Reverend W. Awdry

Citizenship (when work was created): United Kingdom
Domicile (when work was created): United Kingdom
Date of death: N/A

b Name: C. Reginald Dalby

Citizenship (when work was created): United Kingdom
Domicile (when work was created): United Kingdom
Date of death: Deceased

3 YEAR AND NATION OF PUBLICATION: (If work was published, give the year and nation in which it was first published.)

Year: 1946

Nation: United Kingdom

4 **a** OWNER(S) OF U.S. COPYRIGHT:

Name: Reed International Books Limited

Address: Halsbury House
35 Chancery Lane
London WC2A 1EL
England

b Means by which copyright ownership was transferred (if owner is not the author)

Assignment of all U.S. rights by contract.

DO NOT WRITE HERE OFFICE USE ONLY

APPLICATION RECEIVED
FEB 10. 1997

DEPOSIT RECEIVED
FEB 10. 1997

FUNDS RECEIVED
FEB 10. 1997

083734431

49

5

PREVIOUS REGISTRATION: If this work was ever registered in the U.S. Copyright Office, give the registration number and year if known:

6

DEPOSIT ACCOUNT If the registration fee is to be charged to a deposit account established in the Copyright Office, give the name and number of that account. Do not give credit card information on this form.

Name ▼

Account Number ▼

7

CORRESPONDENCE Give the name and address to which correspondence about this application should be sent.

☐ Same as space 4a
☒ Same as space 9

Alexandra Nicholson, Esq.
Lankenau Kovner Kurtz & Outten, LLP
1740 Broadway, 25th Floor
New York, New York 10019

Area or Country Code and Telephone Number ▶ 212-489-8230

Fax Number ▶ 212-489-8340

CERTIFICATION* I, the undersigned, hereby certify that I am the: (Check one)

☐ Author
☐ Owner of U.S. copyright
☒ Agent of Reed International Books Limited

(Name of author or owner of U.S. copyright)

of the work identified in this application and that the statements made by me in this application are correct to the best of my knowledge.

8

Typed or printed name: Alexandra Nicholson, Esq. Date: February 14, 1997

Handwritten signature (X) ▼

MAIL CERTIFICATE TO

Name ▼ Alexandra Nicholson, Esq.
Lankenau Kovner Kurtz & Outten, LLP

Number/Street/Apt ▼ 1740 Broadway, 25th Floor

City/State/ZIP/Nation ▼ New York, New York 10019

Certificate will be mailed in a window envelope

9

YOU MUST
- Complete all necessary spaces
- Sign your application in space 8

SEND ALL 3 ELEMENTS IN THE SAME PACKAGE:
1. Application form
2. Nonrefundable filing fee (See instructions) payable to *Register of Copyrights*
3. Deposit

MAIL TO:
URAA/GATT NIEs and Registrations
Southwest Station P.O. Box 72400
Washington, DC 20024 U.S.A.

*17 U.S.C. § 506(e): Any person who knowingly makes a false representation of a material fact in the application for copyright registration provided for by section 409, or in any written statement filed in connection with the application, shall be fined not more than $2,500.

September 1995—100,000 PRINTED ON RECYCLED PAPER

*U.S. GOVERNMENT PRINTING OFFICE 1995-387-237/20,015

Certificate of Registration

This Certificate issued under the seal of the Copyright Office in accordance with title 17, *United States Code*, attests that registration has been made for the work identified below. The information on this certificate has been made a part of the Copyright Office records.

Maria A. Pallante

Register of Copyrights, United States of America

Registration Number

TX 7-953-676

Effective date of registration:

September 3, 2014

Title

Title of Work: Thomas & Friends: Story Time Collection

Completion/Publication

Year of Completion: 2014

Date of 1st Publication: July 22, 2014 **Nation of 1st Publication:** United States

International Standard Number: ISBN 9780553496789

Author

- **Author:** Gullane (Thomas) Limited

Author Created: text, artwork

Work made for hire: Yes

Domiciled in: United Kingdom

Copyright claimant

Copyright Claimant: Gullane (Thomas) Limited

149 Tottenham Court Road, London, W1T7NF, United Kingdom

Limitation of copyright claim

Material excluded from this claim: text, artwork

Previous registration and year: TX 7-311-899 2010

TX 7-410-402 2011

New material included in claim: text, compilation, artwork

Certification

Name: Lynn A. Whelan

Date: August 27, 2014

Registration #: TX0007953676

Service Request #: 1-1641537112

Mattel, Inc.
Lynn A. Whelan
333 Continental Blvd.
M1-1220
El Segundo, CA 90245 United States

Certificate of Registration

This Certificate issued under the seal of the Copyright Office in accordance with title 17, *United States Code*, attests that registration has been made for the work identified below. The information on this certificate has been made a part of the Copyright Office records.

Maria A. Pallante

Register of Copyrights, United States of America

Registration Number

TX 7-973-191

Effective Date of Registration:
September 15, 2014

Title

Title of Work: Thomas & Friends: Special Delivery (Lift-a-Flap Sound Book)

Completion/Publication

Year of Completion: 2011
Date of 1st Publication: February 07, 2012
Nation of 1st Publication: United States
International Standard Number: ISBN 9781450854849

Author

- **Author:** Gullane (Thomas) Limited
Author Created: text, artwork
Work made for hire: Yes
Domiciled in: United Kingdom

Copyright Claimant

Copyright Claimant: Gullane (Thomas) Limited
149 Tottenham Court Road, London, W1T7NF, United Kingdom

Certification

Name: Lynn A. Whelan
Date: September 09, 2014

0000TX0007973191020 2

Certificate of Registration

This Certificate issued under the seal of the Copyright Office in accordance with title 17, *United States Code*, attests that registration has been made for the work identified below. The information on this certificate has been made a part of the Copyright Office records.

Maria A. Pallante

Register of Copyrights, United States of America

Registration Number

TX 7-973-196

Effective Date of Registration:
September 15, 2014

Title

Title of Work: Thomas & Friends: Railway Race Day (Lift-a-Flap Sound Book)

Completion/Publication

Year of Completion: 2010
Date of 1st Publication: May 20, 2011
Nation of 1st Publication: United States
International Standard Number: ISBN 9781450833172

Author

- **Author:** Gullane (Thomas) Limited
Author Created: text, artwork
Work made for hire: Yes
Domiciled in: United Kingdom

Copyright Claimant

Copyright Claimant: Gullane (Thomas) Limited
149 Tottenham Court Road, London, W1T7NF, United Kingdom

Certification

Name: Lynn A. Whelan
Date: September 09, 2014

0000TX00079731960202

Certificate of Registration

This Certificate issued under the seal of the Copyright Office in accordance with title 17, *United States Code*, attests that registration has been made for the work identified below. The information on this certificate has been made a part of the Copyright Office records.

Maria A. Pallante

Register of Copyrights, United States of America

Registration Number

TX 7-973-208

Effective Date of Registration:
September 15, 2014

Title

Title of Work: Thomas & Friends: I'm Ready to Read with Thomas (Play-a-Sound book)

Completion/Publication

Year of Completion: 2012
Date of 1st Publication: June 29, 2012
Nation of 1st Publication: United States
International Standard Number: ISBN 9781450832991

Author

- **Author:** Gullane (Thomas) Limited
  Author Created: text, artwork
  Work made for hire: Yes
  Domiciled in: United Kingdom

Copyright Claimant

Copyright Claimant: Gullane (Thomas) Limited
149 Tottenham Court Road, London, W1T7NF, United Kingdom

Certification

Name: Lynn A. Whelan
Date: September 09, 2014

0000TX00079732080202

Certificate of Registration

This Certificate issued under the seal of the Copyright Office in accordance with title 17, *United States Code*, attests that registration has been made for the work identified below. The information on this certificate has been made a part of the Copyright Office records.

Maria A. Pallante

Register of Copyrights, United States of America

Registration Number

TX 7-985-398

Effective Date of Registration:
September 15, 2014

Title

Title of Work: Thomas & Friends: I Can Help Thomas (Play-a-Sound book)

Completion/Publication

Year of Completion: 2012
Date of 1st Publication: June 01, 2012
Nation of 1st Publication: United States
International Standard Number: ISBN 9781450830997

Author

- **Author:** Gullane (Thomas) Limited
  Author Created: text, artwork
  Work made for hire: Yes
  Domiciled in: United Kingdom

Copyright Claimant

Copyright Claimant: Gullane (Thomas) Limited
149 Tottenham Court Road, London, W1T7NF, United Kingdom

Certification

Name: Lynn A. Whelan
Date: September 09, 2014

0000TX00079853980202

Certificate of Registration

This Certificate issued under the seal of the Copyright Office in accordance with title 17, *United States Code*, attests that registration has been made for the work identified below. The information on this certificate has been made a part of the Copyright Office records.

Maria A. Pallante

Register of Copyrights, United States of America

Registration Number

TX 7-992-119

Effective Date of Registration:
September 03, 2014

Title

Title of Work: Thomas & Friends: Nine Favorite Tales (Little Golden Book Collection)

Completion/Publication

Year of Completion: 2014
Date of 1st Publication: July 22, 2014
Nation of 1st Publication: United States
International Standard Number: ISBN 9780385376440

Author

- **Author:** Gullane (Thomas) Limited
Author Created: text, artwork
Work made for hire: Yes
Domiciled in: United Kingdom

Copyright Claimant

Copyright Claimant: Gullane (Thomas) Limited
149 Tottenham Court Road, London, W1T7NF, United Kingdom

Limitation of copyright claim

Material excluded from this claim: text, artwork
Previous registration and year: TX 7-583-196, 2012
TX 7-583-180, 2012

New material included in claim: text, compilation, artwork

Certification

Name: Lynn A. Whelan
Date: August 27, 2014

0000TX0007992119020 2

Certificate of Registration

This Certificate issued under the seal of the Copyright Office in accordance with title 17, *United States Code*, attests that registration has been made for the work identified below. The information on this certificate has been made a part of the Copyright Office records.

Maria A. Pallante

United States Register of Copyrights and Director

Registration Number

TX 8-149-304

Effective Date of Registration:
June 09, 2015

Title

Title of Work: Thomas & Friends: Book & Blocks

Completion/Publication

Year of Completion: 2014
Date of 1st Publication: March 01, 2015
Nation of 1st Publication: United States
International Standard Number: ISBN 9782764330739

Author

- **Author:** Gullane (Thomas) Limited
Author Created: text, artwork, Sculpture
Work made for hire: Yes
Domiciled in: United Kingdom

Copyright Claimant

Copyright Claimant: Gullane (Thomas) Limited
149 Tottenham Court Road, London, W1T7NF, United Kingdom

Certification

Name: Lynn A. Whelan
Date: June 03, 2015

0000TX0008149304020 2