

ESTTA Tracking number: **ESTTA290215**

Filing date: **06/16/2009**

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

| | |
|---------------------------|--|
| Proceeding | 91176791 |
| Party | Defendant MATTEL, INC. |
| Correspondence Address | Lawrence Y. Iser, Esq. Kinsella Weitzman Iser Kump & Aldisert LLP 808 Wilshire Blvd., Suite 300 Santa Monica, CA 90401 UNITED STATES CFitzgerald@kwikalaw.com |
| Submission | Testimony For Defendant |
| Filer's Name | Chad R. Fitzgerald |
| Filer's e-mail | cfitzgerald@kwikalaw.com |
| Signature | /crf/ |
| Date | 06/16/2009 |
| Attachments | Trial Declaration of Raymond Adler Vol. 3.pdf (60 pages)(8188859 bytes) |

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

In the matter of Application Serial No. 78/751,105
Published for Opposition in the OFFICIAL GAZETTE on December 12, 2006

UMG RECORDINGS, INC.

Opposition No.: 91176791

Opposer

v.

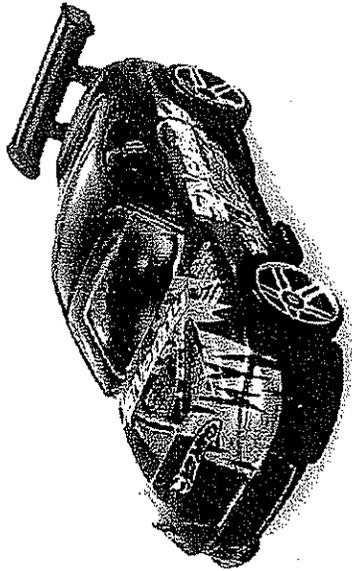
MATTEL, INC.

Applicant

TRIAL DECLARATION OF RAYMOND ADLER

Exhibit B, Vol. 2 of 2

Drift Series®



Super Tsunami® #051



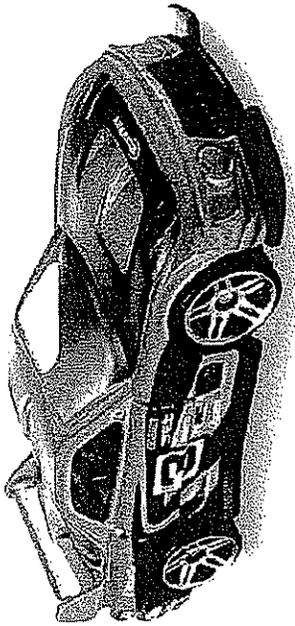
Toyota Supra® #052

January = February

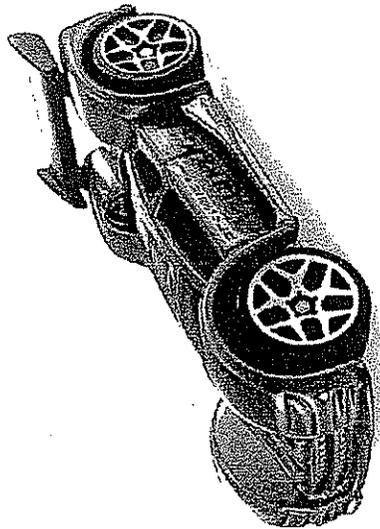
APP 00001.053

Drift Series®

January = February



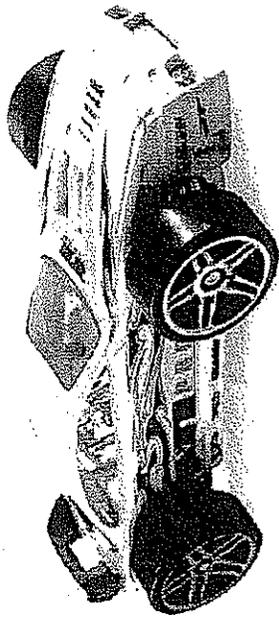
24/Seven® #053



Mid Drift™ (Drop Tops™) #054

APP 00001.054

Drift Series®



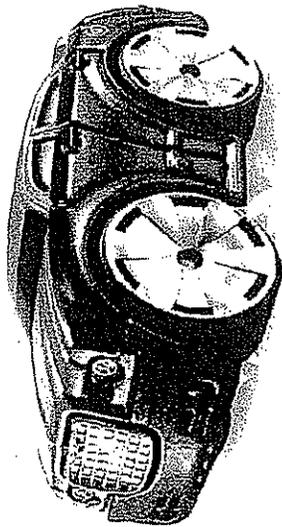
Slider™ (Torpedoes™) #055

January - February

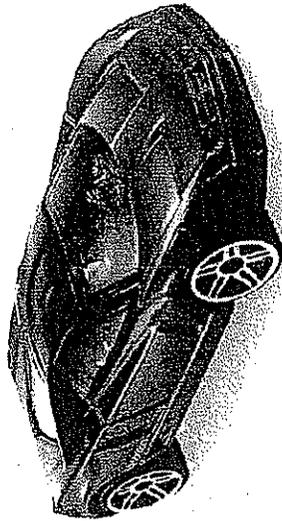
APP 00001.055

January - February

Dropstars™ Series



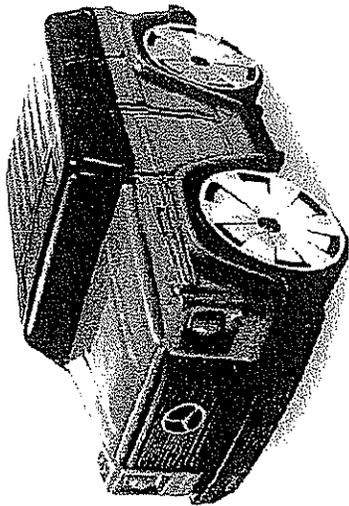
Chrysler® 300C® #056



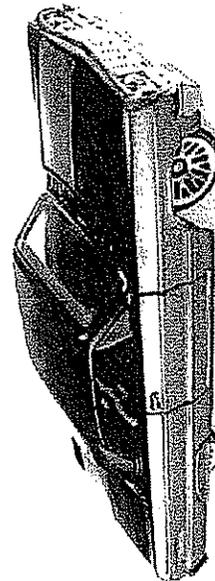
Cadillac® Cien™ Concept #057

APP 00001.056

Dropstars™ Series



Mercedes-Benz G500 #058



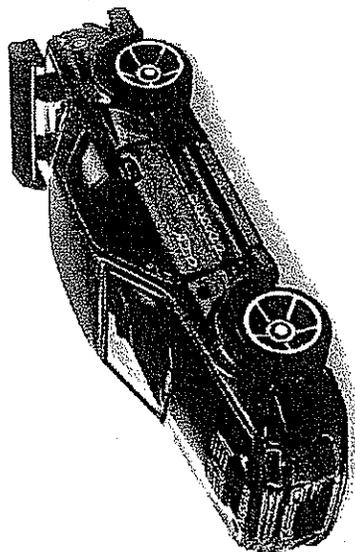
1964 Impala™ #059

January - February

APP 00001.057

Dropstars™ Series

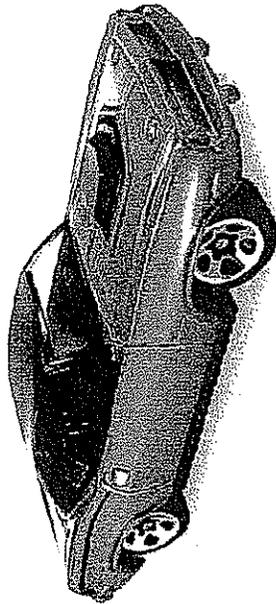
January - February



Nissan Skyline #060

APP 00001.058

MOPAR Madness™ Series



1970 Plymouth® Barracuda #061



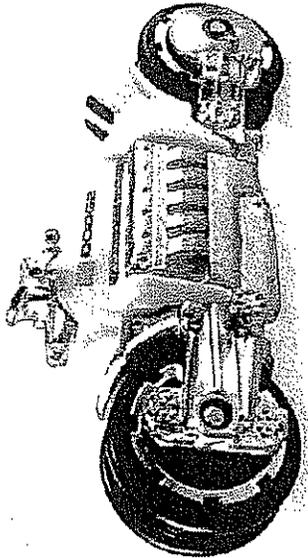
2000 Dodge Viper GTS-R #062

March - April

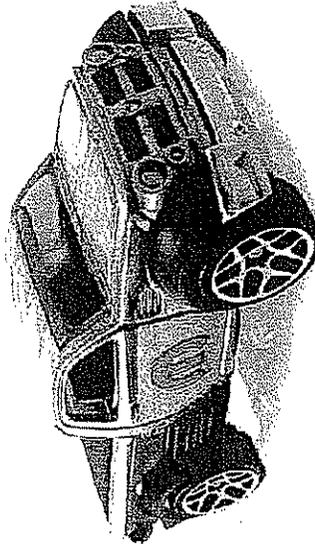
APP 00001.059

March - April

MOPAR Madness™ Series



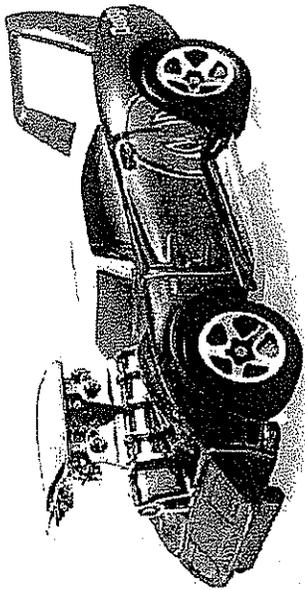
Dodge Tomahawk #063



Dodge M80 #064

APP 00001.060

MOPAR Madness™ Series



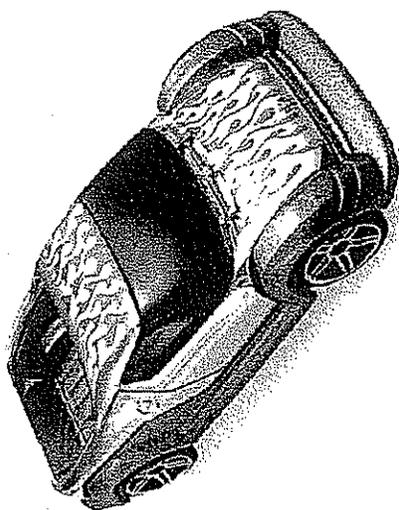
□ 1969 Dodge Charger Daytona #065

March - April

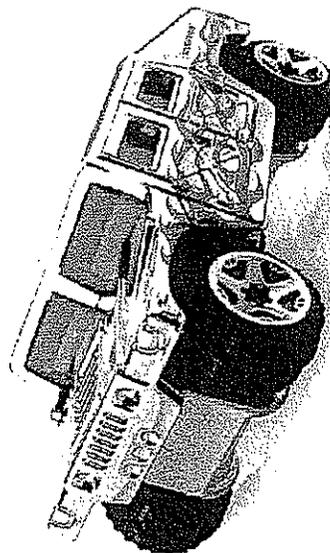
APP 00001.061

March **April**

Chrome Burnerz™ Series



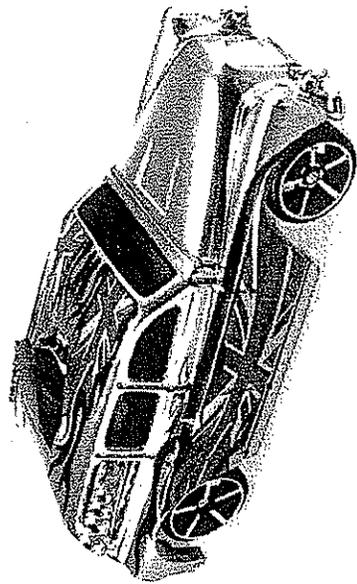
Honda® Spocket™ #066



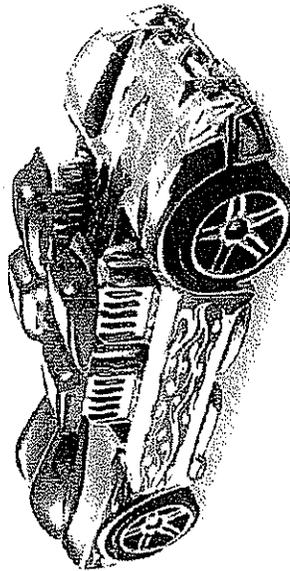
Humvee® #067

APP 00001.062

Chrome Burnerz™ Series



Cockney Cab™ II #068



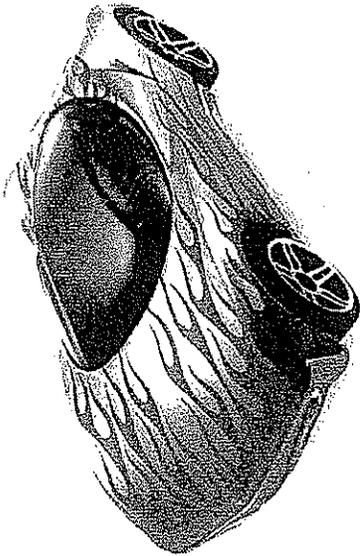
What-4-2™ #069

March-April

APP 00001.063

Chrome Burnerz™ Series

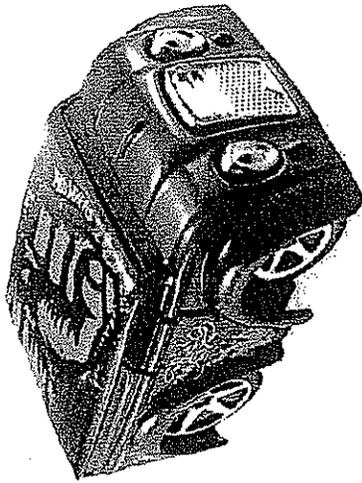
March - April



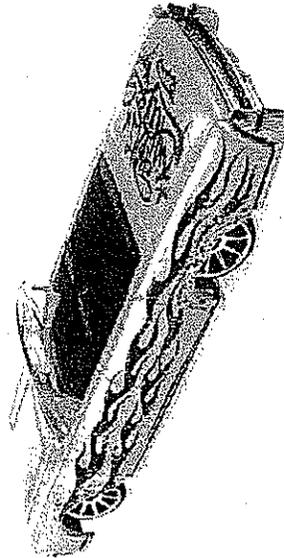
Phantasm™ #070

APP 00001.064

Tag Rides™ Series



Dairy Delivery™ (Blings™) #071



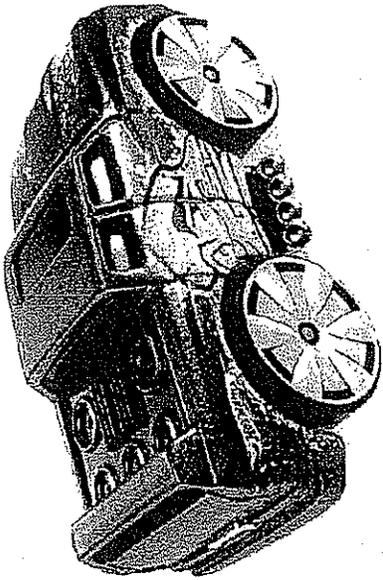
1964 Lincoln Continental #072

May - June

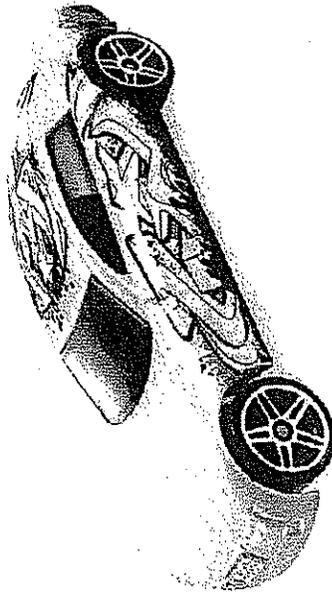
APP 00001.065

Tag Rides™ Series

May = June



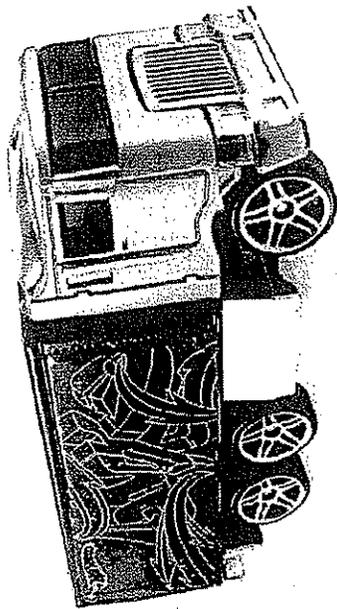
Quadra-Sound™ (Blings™) #073



Cadillac® Sixteen™ #074

APP 00001.066

Tag Rides™ Series



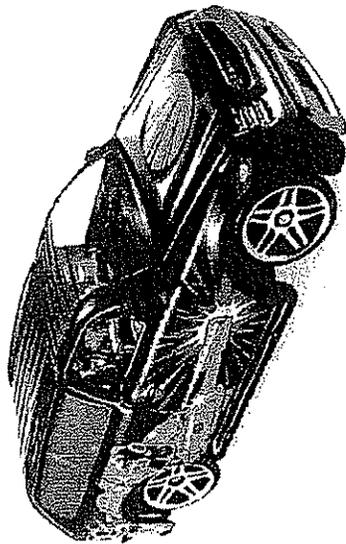
Hiway Hauler* #075

May - June

APP 00001.067

Spy Forces/Secret Codes Series*

May - June



Boom Box® #076



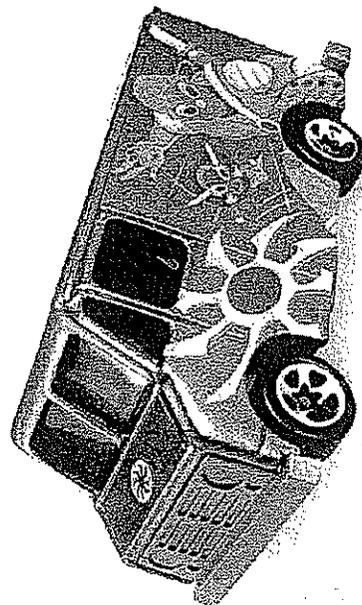
Jaguar XK8 #077

APP 00001.068

Spy Forces/Secret Codes Series*



2001 B Engineering Edonis #078



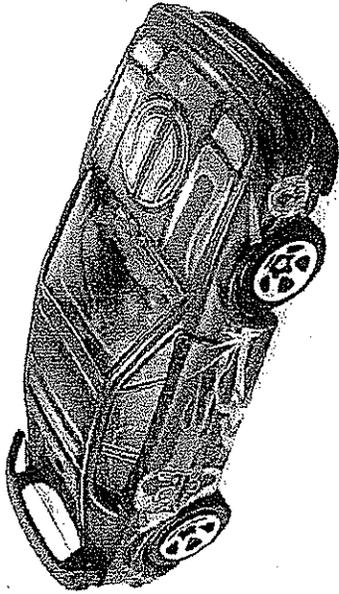
Delivery Van #079

May-June

APP 00001.069

Spy Forces/Secret Codes Series*

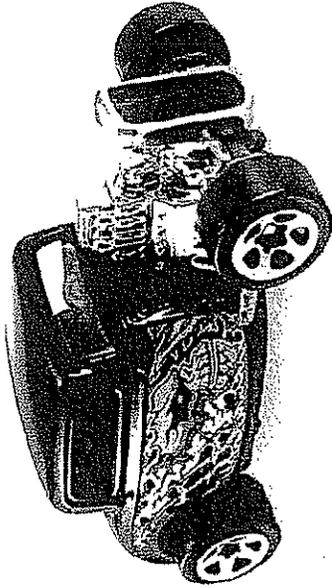
May - June



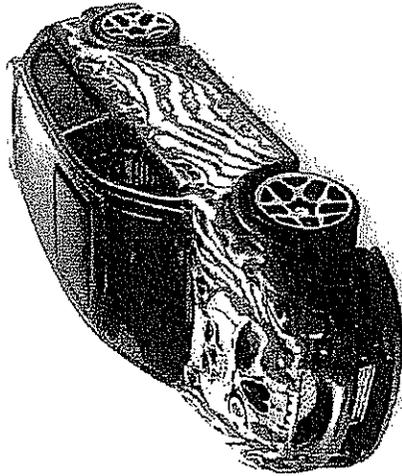
Lotus Espirit #080

APP 00001.070

Fire Series*



'32 Ford #081



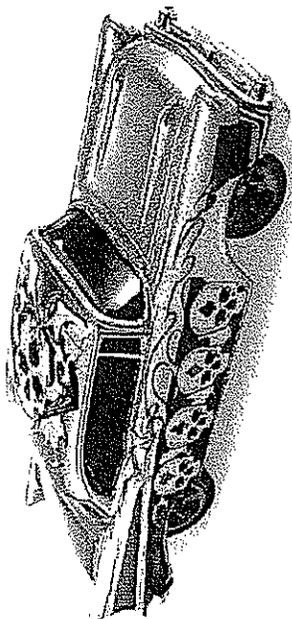
Audacious® #082

July - August

APP 00001.071

July - August

Fire Series*



Chevy® Bel Air™ #083



Rapid Transit™ #084

APP 00001.072

Fire Series*



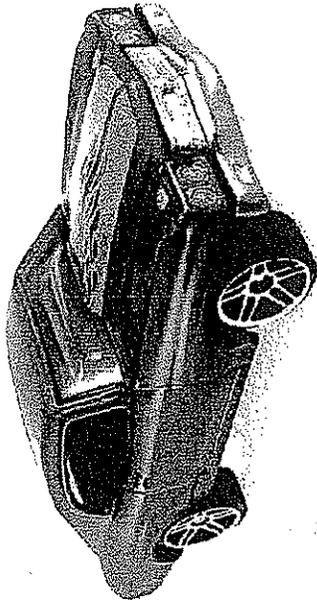
□ '65 Corvette® #085

July - August

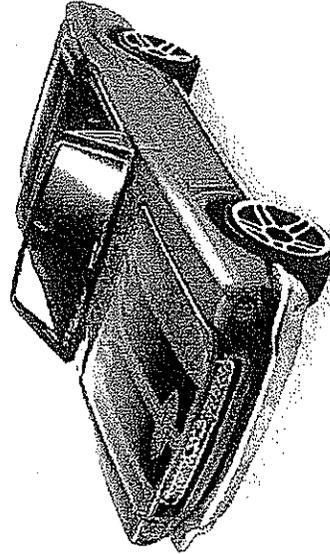
APP 00001.073

July = August

Muscle Cars Series*



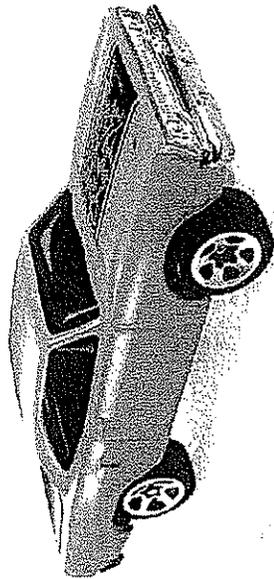
1970 Chevelle® SS™ #086



1965 Mustang Convertible #087

APP 00001.074

Muscle Cars Series*



1970 Plymouth® Road Runner #088



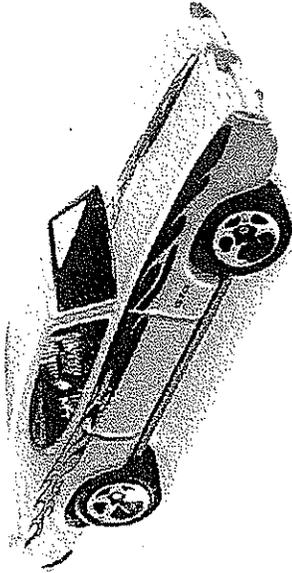
1967 Camaro® #089

July = August

APP 00001.075

July - August

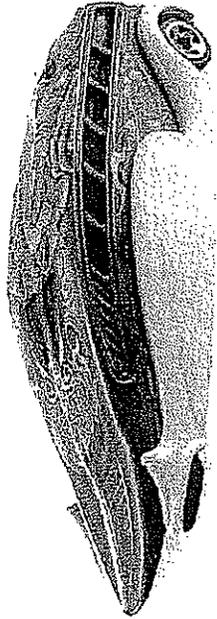
Muscle Cars Series*



1969 Pontiac® GTO® Judge™ #090

APP 00001.076

Monsters Series*



Low Flow™ (Crooze™) #091



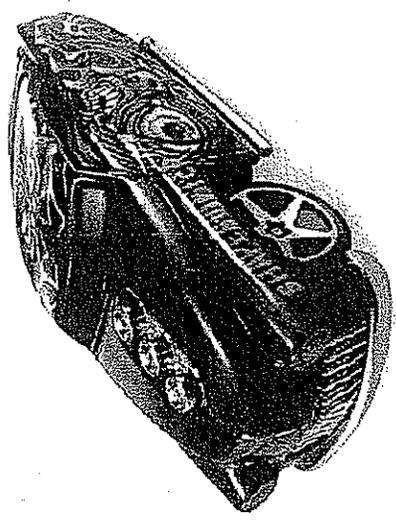
'32 Ford Vicky #092

September - October

APP 00001.077

Monsters Series[®]

September - October



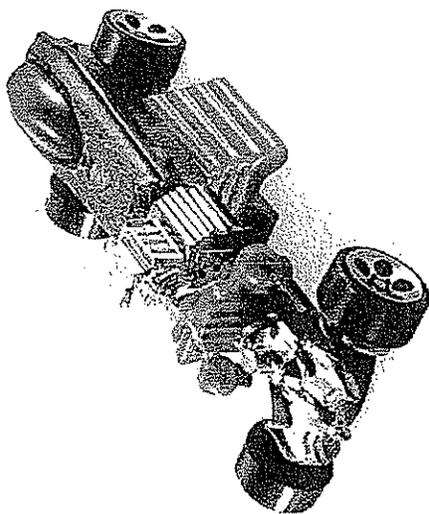
'49 Merc #093



W-0ozie™ #094

APP 00001.078

Monsters Series



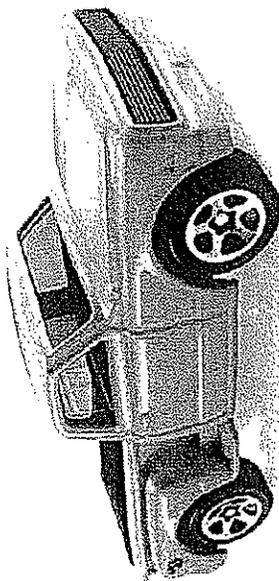
□ Rigor Motor® #095

September - October

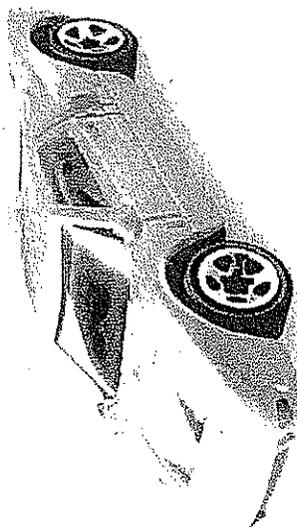
APP 00001.079

Red Line™ Series

September - October



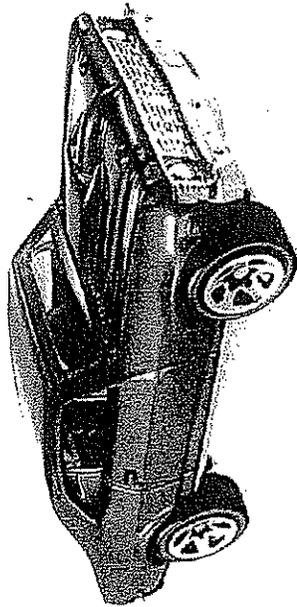
Custom '69 Chevy® #096



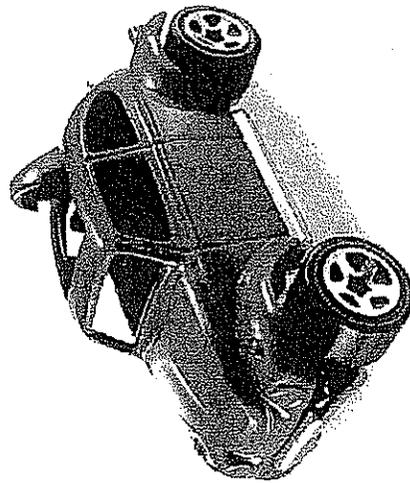
Ford GT40 #097

APP 00001.080

Red Line™ Series



1968 Nova™ #098



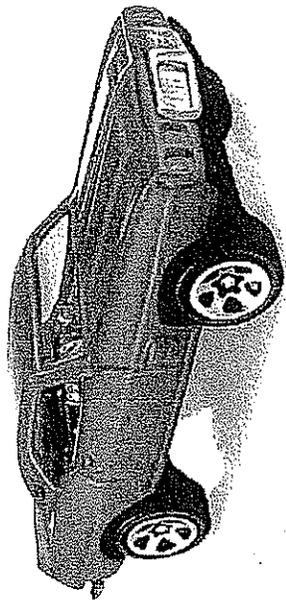
Baja Bug #099

September - October

APP 00001.081

Red Line™ Series

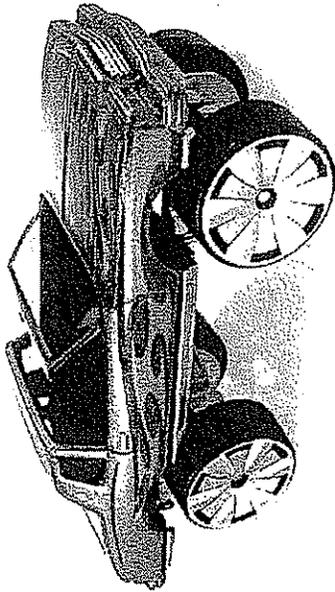
September - October



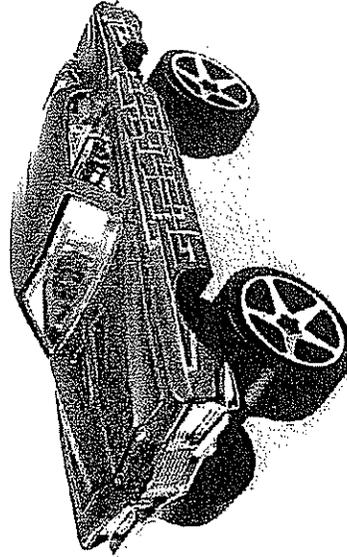
1969 Pontiac® Firebird® #100

APP 00001.082

Hi Risers Series*



Montezooma® #101



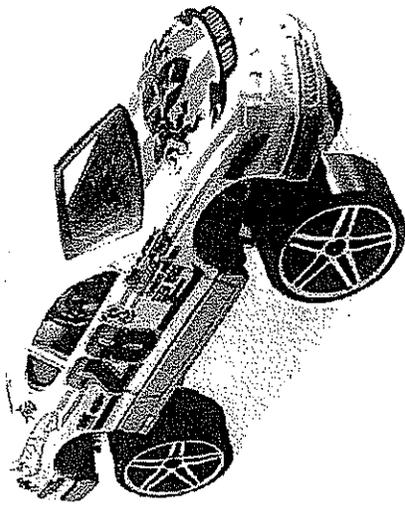
'71 Buick® Riviera™ #102

November - December

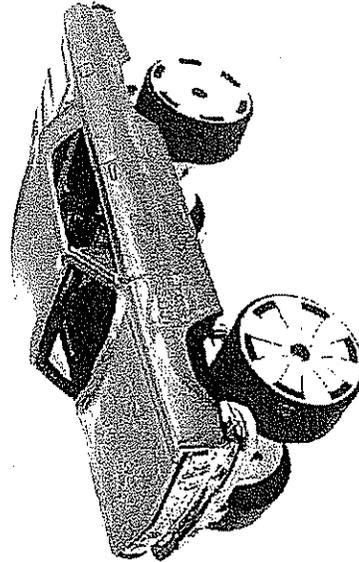
APP 00001.083

Hi Risers Series*

November - December



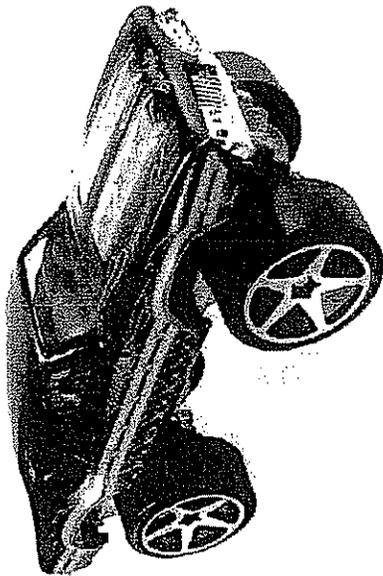
Monte Carlo™ #103



Chevy® Impala™ #104

APP 00001.084

Hi Risers Series*



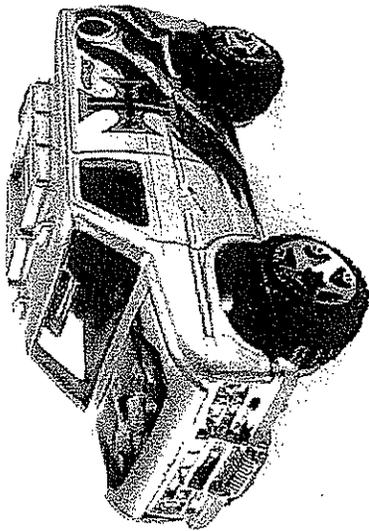
Olds™ 442™ #105

November - December

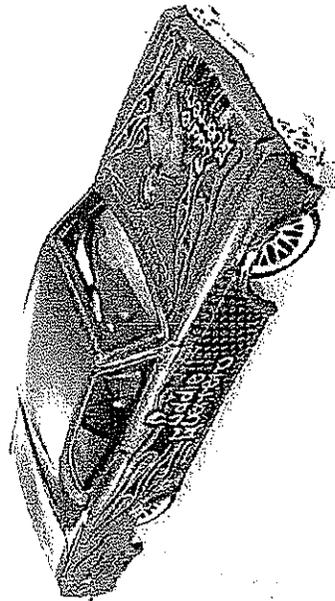
APP 00001.085

November - December

WWE Series*



Baja Breaker #106



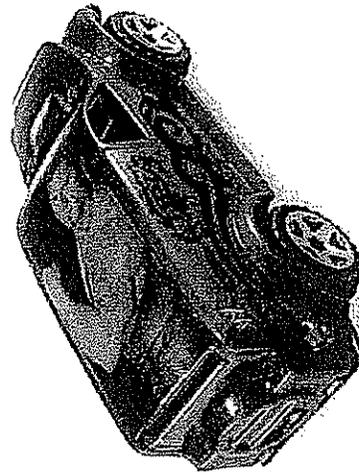
'65 Impala™ #107

APP 00001.086

WWE Series*



Ballistik® #108



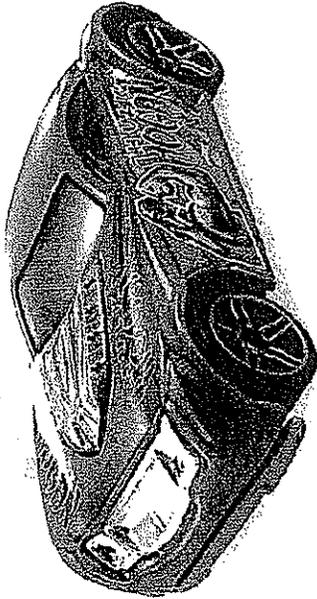
Power Panel™ #109

November - December

APP 00001.087

November - December

WWE Series*



Sir Ominous™ #110

APP 00001.088

Track Aces™ Series

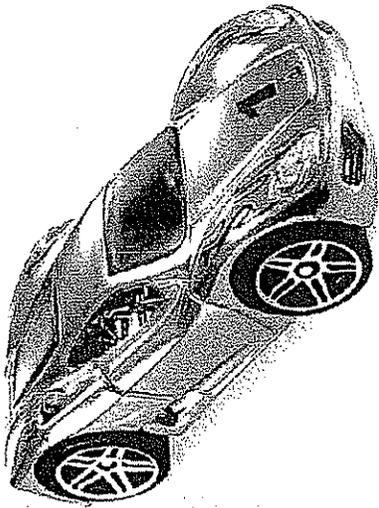
Track Aces™ series started in 2003 and it continues again in 2006. The Track Aces™ series features cars that were specially designed to be the best on Hot Wheels® track sets. Look for 12 new Track Aces™ cars in 2006 to collect, one for every month!



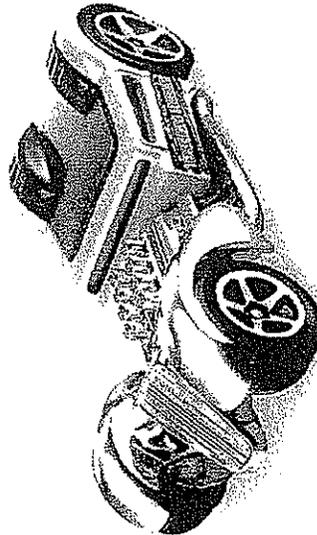
APP 00001.089

January - February

Track Aces™ Series



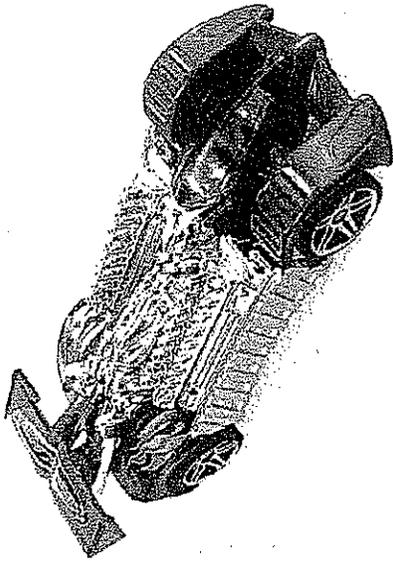
Ferrari 360 Modena #111



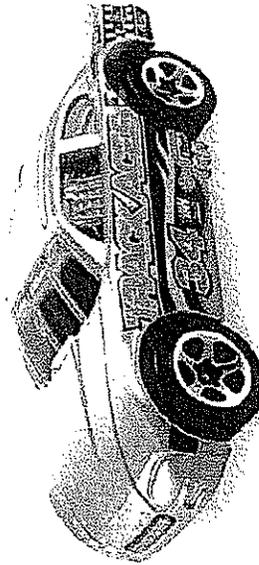
Low Carbs™ #112

APP 00001.090

Track Aces™ Series



Krazy 8s® #113



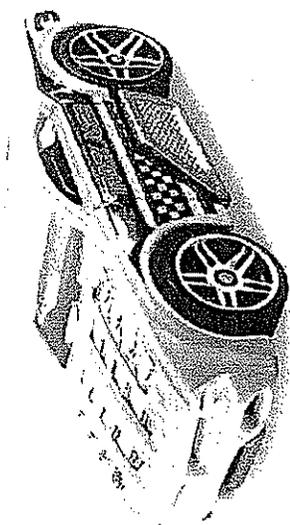
Stockar™ #114

March - April

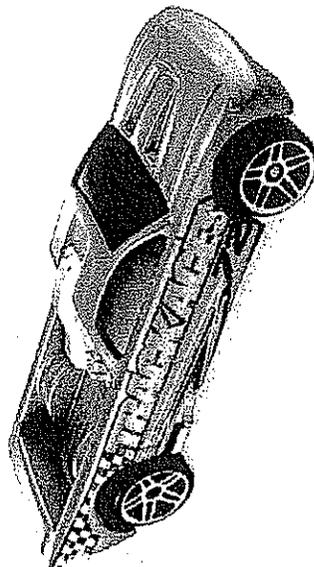
APP 00001.091

May = June

Track Aces™ Series



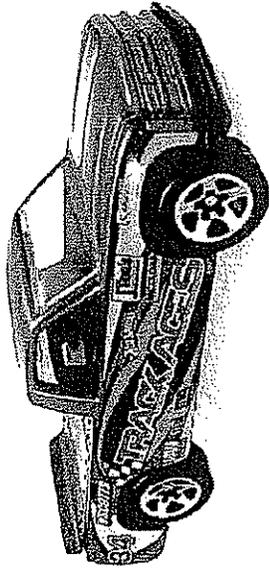
Horseplay™ #115



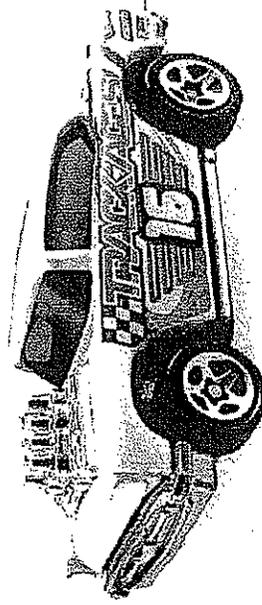
Bedlam™ #116

APP 00001.092

Track Aces™ Series



Chevy® 1500 #117



'57 Chevy® #118

July = August

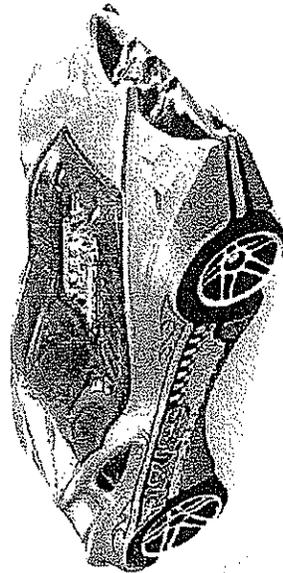
APP 00001.093

September - October

Track Aces™ Series



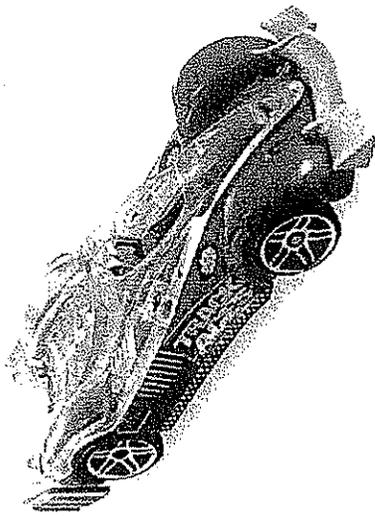
Brutalistic™ #119



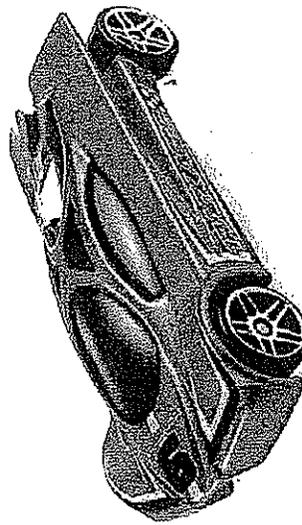
CUL8R™ #120

APP 00001.094

Track Aces™ Series



Road Rocket® #121



Sling Shot™ #122

November - December

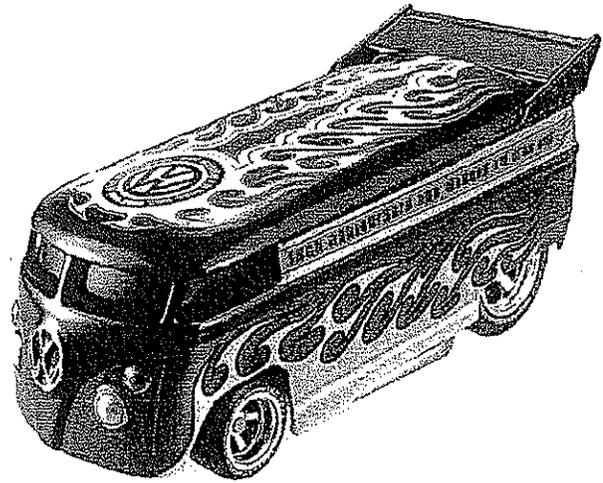
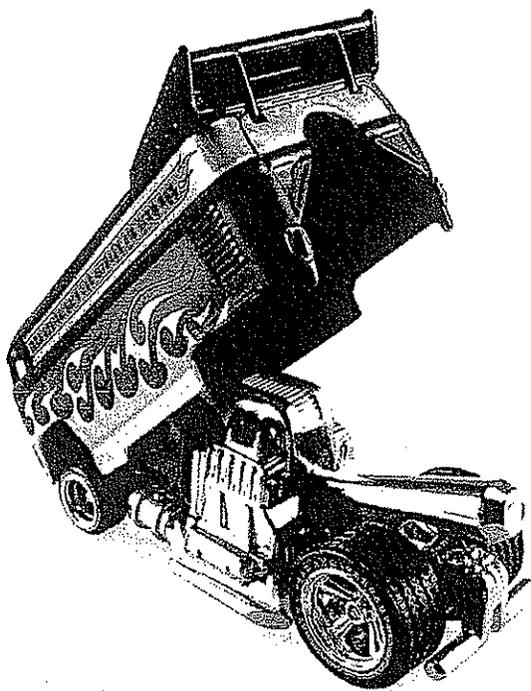
APP 00001.095

“Mystery” Car

Calling all collectors! To help celebrate the 10th anniversary of one of the most popular vehicles ever made, the Customized VW Drag Bus, we've created a special version of the Bus that you can get for free! Here's how you can get yours - simply buy 20 Hot Wheels® basic cars at select retailers during each quarter and receive a special mystery car plus a voucher each time. Collect all four mystery cars and vouchers during the year, and mail in your vouchers to get your free Bus!

Check www.HotWheels.com/Mystery for the official rules!

APP 00001.096



APP 00001.097

Collector Tips

Hot Wheels® cars can be highly valuable and collectible! There are over 100,000 estimated Hot Wheels® collectors around the world! As you start your 2006 collection, here are some tips to help you find that next treasure!

- Sometimes cars switch colors during their production. A color change alone can make a huge difference in the rarity and value of a Hot Wheels® car!
- Hot Wheels® cars have many different wheel styles. Once in a while, the wheels will switch on a car which can increase the value and collectibility of that car!
- There's a lot of other information about Hot Wheels® collecting in magazines and all over the internet, including HotWheelsCollectors.com, a site dedicated to the serious adult collector.
- To help aid you along in collecting, we've put fun facts on the backs of our 2006 Hot Wheels® cars, so be sure to check 'em out!

APP 00001.098

Secret Segments

In addition to our 2006 First Editions™, Segment Series, Track Aces™ and T-Hunt® models, there are also 8 other cars to collect every month. Check out the entire list to collect for 2006!



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- 123 Shredster™
- 124 1969 Camaro® Z28™ ('Tooned™)
- 125 1970 Mustang Mach 1
- 126 Fiat 500C
- 127 Tow Jam™
- 128 '68 Mustang ('Tooned™)
- 129 Lotus Elise 340R
- 130 Turboa™
- 131 Mitsubishi Eclipse
- 132 Pikes Peak Celica
- 133 Honda® Civic® Type R™
- 134 Twin Mill® II
- 135 Super Modified
- 136 Swoop Coupe®
- 137 Blast Lane®
- 138 Shadow Jet®
- 139 Ford GT90 Concept
- 140 L'Bling™ (Blings™)
- 141 Dodge Ram 1500
- 142 1940 Ford Truck
- 143 Trak-Tune™
- 144 Bugatti Veyron
- 145 Hammered Coupe®
- 146 Roll Cage™
- 147 Sharkruiser®
- 148 Moto-Crossed®

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- 149 Ferrari 360 Modena ('Tooned™)
- 150 Deuce Roadster
- 151 Radio Flyer® Wagon
- 152 Way 2 Fast®
- 153 Vampyra®
- 154 Corvette® C6™
- 155 1969 Pontiac® GTO® ('Tooned™)
- 156 Vairy 8
- 157 1964 Buick® Riviera™
- 158 Fore Wheeler™
- 159 1947 Chevy® Fleetline
- 160 Itso-Skeenie™ (Torpedoes™)
- 161 Rocket Box™ (Blings™)
- 162 Torpedo Jones®
- 163 Toyota Celica
- 164 Airy 8™
- 165 Morris Cooper
- 166 Pikes Peak Tacoma
- 167 Mega-Duty®
- 168 Tor-Speedo™ (Torpedoes™)
- 169 Talbot Lago
- 170 1941 Willys® Coupe
- 171 Monoposto®
- 172 1969 El Camino™
- 173 HUMMER® H3T™
- 174 Sweet 16® II

APP 00001.101

- 175 Pocket Bikester™
- 176 1968 Dodge Dart
- 177 '37 Bugatti
- 178 Arachnorod™
- 179 Jester®
- 180 Saleen S7
- 181 1963 T-Bird
- 182 1968 Cougar
- 183 Scorchin' Scooter®
- 184 2005 Ford Mustang GT
- 185 Flight '03®
- 186 Altered State®
- 187 Wild Thing®
- 188 Sinistra®
- 189 Oscar Mayer® Wienermobile®
- 190 3 Window '34
- 191 Old #5™
- 192 Lotus Project M250
- 194 Enzo Ferrari
- 195 Ferrari 333 SP
- 196 Shock Factor™
- 197 VW Bug
- 198 Hot Bird™
- 199 Acura® HSC Concept
- 200 F-150
- 201 Ferrari 575 GTC

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- 202 I Candy®
- 203 Ground FX®
- 204 Hyper Mite™
- 205 Vulture Roadster®
- 206 Ford Shelby® GR-1 Concept
- 207 Batmobile™
- 208 GMC® Motorhome
- 209 MS-T Suzuka®
- 210 8 Crate®
- 211 Nomadder What®
- 212 Shelby® Cobra 427 S/C™
- 213 Greased Lightnin'®
- 214 Jet Threat™ 3.0
- 215 Double Vision®
- 216 Overbored 454
- 217 Slideout®
- 218 Mercy Breaker™ ('Tooned™)
- 219 Mystery Car #1
- 220 Mystery Car #2
- 221 Mystery Car #3
- 222 Mystery Car #4
- 223 Customized VW Drag Bus

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\$2.00 OFF

When you buy one Hot Wheels®
Performance Track™

MANUFACTURER'S COUPON EXPIRES 12/31/06

CONSUMER: Limited to one product per coupon per purchase. Offer limited to stock on hand; no rain checks. Any other use is fraudulent. Not valid if copied or reproduced. Consumer must pay any sales tax.

RETAILER: We will reimburse you for the face value of this coupon plus \$3.08 handling provided you received it from a consumer purchasing the specified products. Adequate proof of purchase must be submitted upon request. Coupon may not be assigned or transferred. Any other use constitutes fraud. Void where prohibited, taxed or restricted by law. Good only in U.S.A. or in U.S. Exchanges overseas. Not valid if redeemed after 12/31/06. Cash value: 1/100 cent. Mail to: CMS Department 574299, One Fairchild Drive, Del Rio, TX 78840. Only coupons received within three months of expiration date will be honored. Not valid with any other offer.

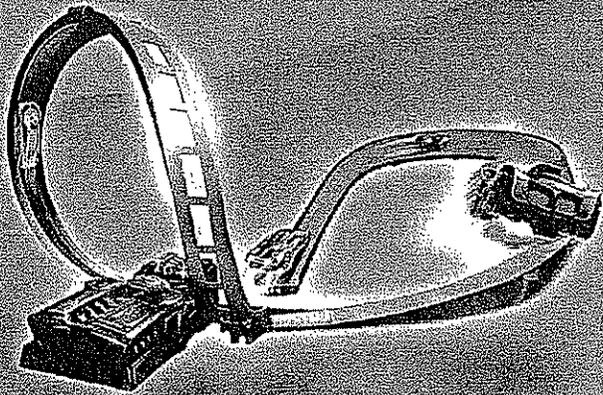
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Hot Wheels
\$3.00 OFF

When you buy one Hot Wheels®
Starter Track™



MANUFACTURER'S COUPON EXPIRES 12/31/06

CONSUMER: Limited to one product per coupon per purchase. Offer limited to stock on hand; no rain checks. Any other use is fraudulent. Not valid if copied or reproduced. Consumer must pay any sales tax.

RETAILER: We will reimburse you for the face value of this coupon plus \$0.08 handling provided you received it from a consumer purchasing the specified products. Adequate proof of purchase must be submitted upon request. Coupon may not be assigned or transferred. Any other use constitutes fraud. Void where prohibited, taxed or restricted by law. Good only in U.S.A. or in U.S. Exchanges overseas. Not valid if redeemed after 12/31/06. Cash value 1/100 cent. Mail to: CMS Department #74299, One Lawton Drive, Del Rio, TX 78840. Only coupons received within three months of expiration date will be honored. Not valid with any other offer.

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Exhibit: B
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\$2.00 OFF**When you buy one Hot Wheels®
Performance Track™****MANUFACTURER'S COUPON EXPIRES 12/31/06**

CONSUMER: Limited to one product per coupon per purchase; offer limited to stock on hand; no rain checks. Any other use is fraudulent. Not valid if copied or reproduced. Consumer must pay any sales tax.

RETAILER: We will reimburse you for the face value of this coupon plus 3% handling, provided you received it from a consumer purchasing the specified products. Adequate proof of purchase must be submitted upon request. Coupon may not be assigned or transferred. Any other use constitutes fraud. Void where prohibited, taxed or restricted by law. Good only in U.S.A. or in U.S. Exchanges overseas. Not valid if redeemed after 12/31/06. Cash value 1/100 cent. Mail to: CVS Department #74299, One Fairview Drive, Del Rio, TX 78840. Only coupons received within three months of expiration date will be honored. Not valid with any other offer.

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MANUFACTURER'S COUPON EXPIRES 12/31/06

\$3.00 OFF

When you buy one Monster Jam® Stomp Stopper™

CONSUMER: Limited to one product per coupon per purchase. Offer limited to stock on hand, no rain checks. Any other use is fraudulent. Not valid if copied or reproduced. Consumer must pay any sales tax. **RETAILER:** We will reimburse you for the face value of this coupon of US\$3.00, handling provided you received it from a consumer purchasing the specified products. Adequate proof of purchase must be submitted upon request. Coupon may not be assigned or transferred. Any other use constitutes fraud. Void where prohibited, taxed or restricted by law. Good only in U.S.A. or in U.S. Exchanges overseas. Not valid if redeemed after 12/31/06. Cash value: 1/100 cent. Mail to: CMS Department #74299, One Fawcett Drive, Del Rio, TX 78840. Only coupons received within three months of expiration date will be honored. Not valid with any other offer.

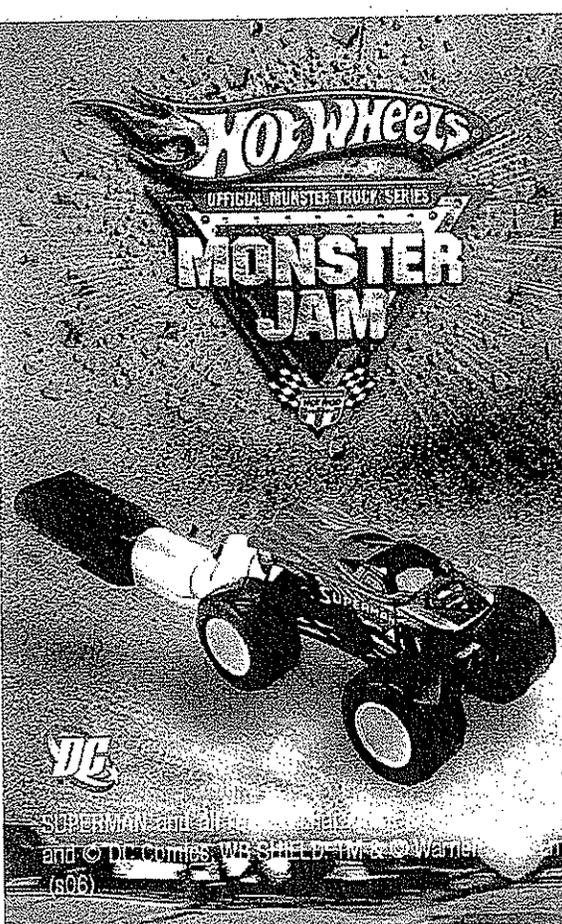
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CERTIFICATE OF SERVICE

I hereby certify that a true and complete copy of the foregoing Trial Declaration of Raymond Adler has been served on counsel for Opposer UMG Recordings, Inc. through ESTTA on June 16, 2009.

/crf/

Chad R. Fitzgerald