

2-1-99

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

02-04-1999



100958400

U.S. Department of Commerce
Patent and Trademark Office

TRADEMARK

FEB 1 1999

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other Release of Security Interest

Conveying Party

Mark if additional names of conveying parties attached

Name Comerica Bank - California

Execution Date
Month Day Year
11 18 1998

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____

Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name Activision, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 3100 Ocean Park Blvd.

Address (line 2) _____

Address (line 3) Santa Monica
City

CA
State/Country

90405
Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Delaware

02/03/1999 5300MS 00000153 74088347

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
400.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1848 FRAME: 0125

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

| | | |
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| <input type="text" value="74088347"/> | <input type="text"/> | <input type="text"/> |
| <input type="text" value="74107404"/> | <input type="text"/> | <input type="text"/> |
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| <input type="text" value="1350487"/> | <input type="text" value="1642637"/> | <input type="text" value="1282626"/> |
| <input type="text" value="1207377"/> | <input type="text" value="1534041"/> | <input type="text" value="1555575"/> |

Number of Properties Enter the total number of properties involved.

#

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Stefanie L. Kushner

Name of Person Signing

Signature

Date Signed

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

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| <input type="text" value="1429416"/> | <input type="text"/> | <input type="text"/> |
| <input type="text" value="1440053"/> | <input type="text"/> | <input type="text"/> |
| <input type="text" value="1227668"/> | <input type="text"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> |

Trademark Log - June 2, 1993

| Mark | Country | Registration/ Serial No. | Date Issued | \$8 & \$15 Due | Renewal Due | Status |
|-----------------------------------|---------|-----------------------------|-------------|------------------------|----------------|--------|
| ACTIVISION | U.S. | 1,183,958 | 12/29/81 | Filed | 12/29/2001 | |
| ACTIVISION (Design) | U.S. | 1,350,487 | 07/23/85 | Filed | 07/23/2005 | |
| ACTIVISION and Design | U.S. | 1,207,377 | 09/07/82 | Filed | 09/07/2002 | |
| ELECTRIC DREAMS | U.S. | 1,393,098 | 05/13/86 | 05/13/91 - 05/13/92 | 05/13/2006 | |
| INFOCOM | U.S. | 1,642,637 | 04/30/91 | 04/30/96 - 04/30/97 | 04/30/2001 | |
| MEDIAGENIC | U.S. | 1,534,041 | 04/11/89 | 04/11/94 - 04/11/95 | 04/11/2009 | |
| PITBALL | U.S. | 1,289,150 | 10/07/84 | Filed | 10/07/2004 | |
| RIVER RAID | U.S. | 1,282,626 | 06/19/84 | Filed | 06/19/2004 | |
| TENpointo' (Design) | U.S. | 1,555,575 | 09/12/89 | 09/12/94 - 09/12/95 | 09/12/2009 | |
| LEATHER GODDESSES OF PHOBOS | U.S. | 1,453,326 | 08/18/87 | Filed | 08/18/2007 | |
| A MIND FOREVER VOYAGING | U.S. | 1,428,599 | 02/10/87 | Filed | 02/10/2007 | |

Trademark Log - June 2, 1993

| Mark | Country | Registration/ Serial No. | Date Issued | \$8 & \$15 Due | Renewal Due | Status |
|----------------------------|-------------|-----------------------------|-------------|----------------|----------------|--------------------------------------|
| SPELLBREAKER | U.S. | 1,428,601 | 02/10/87 | Filed | 02/10/2007 | |
| SORCERER | U.S. | 1,429,416 | 02/17/87 | Filed | 02/17/2007 | |
| TRINITY | U.S. | 1,440,053 | 05/19/87 | Filed | 05/19/2007 | |
| JRK | U.S. | 1,227,668 | 02/15/83 | Filed | 02/15/2002 | |
| OPERATION DESERT SHIELD | U.S. | 74/088,347 | | | | Abandoned |
| SWORDMASTER | U.S. | 74/107,404 | | | | Abandoned |
| ACTIVISION | Sweden | 187,586 | 05/08/83 | ----- | 05/08/93 | Renewal in Process |
| ACTIVISION | Singapore | 1566/82 | | ----- | 03/29/2003 | |
| ACTIVISION | Portugal | 220,781D | | ----- | 06/27/99 | |
| ACTIVISION | Panama | 030,799 | | ----- | 03/30/93 | Renewal in Process |
| ACTIVISION | Philliphnes | 38,536 | 04/06/88 | ----- | 04/06/2008 | |
| ACTIVISION | Venezuela | 115,123F | 10/02/85 | ----- | 10/02/2000 | |
| ACTIVISION | B.V.I. | 2,069 | 07/11/84 | ----- | 07/11/98 | |
| ACTIVISION | Taiwan | 203,942 | 02/01/83 | ----- | 01/31/2003 | |
| ACTIVISION | Taiwan | 82,024,270 | - | ----- | - | Application Filed May 26, 1993 |

Trademark Log - June 2, 1993

| Mark | Country | Registration/ Serial No. | Date Issued | \$8 & \$15 Due | Renewal Due | Status |
|------------|-----------------------|-----------------------------|-------------|----------------|----------------|-----------------------|
| ACTIVISION | Thailand | 81,416 | 07/16/82 | ----- | 07/16/92 | Renewal in Process |
| ACTIVISION | Turkey | 81,589 | 06/05/84 | ----- | 06/05/94 | |
| ACTIVISION | Benelux | 381,432 | 03/25/82 | ----- | 03/25/2002 | |
| ACTIVISION | Brazil | 810,923,521 | 12/13/83 | ----- | 12/13/93 | |
| ACTIVISION | Switzerland | 319,053 | 05/26/82 | ----- | 05/26/2002 | |
| ACTIVISION | Canada | 271,887 | 08/20/82 | ----- | 08/20/2007 | |
| ACTIVISION | Chile | 280,612 | 12/01/83 | ----- | 12/01/93 | Renewal in Process |
| ACTIVISION | China | 208,139 | 05/15/84 | ----- | 05/15/94 | |
| ACTIVISION | Finland | 89,515 | 08/06/84 | ----- | 08/06/94 | |
| ACTIVISION | France | 267,540 | 02/14/81 | ----- | 02/14/2001 | |
| ACTIVISION | Greece | 72,149 | 06/16/82 | ----- | 06/16/2002 | |
| ACTIVISION | Great Britain | 1,148,580 | 09/15/80 | ----- | 09/15/2001 | |
| ACTIVISION | Dominican Republic | 35,519 | 05/30/83 | ----- | 05/30/93 | Renewal in Process |
| ACTIVISION | Iceland | 360/1982 | 11/12/82 | ----- | 11/12/2002 | |
| ACTIVISION | Indonesia | 174,044 | 07/14/83 | ----- | 07/14/93 | Renewal in Process |

Trademark Log - June 2, 1993

| Mark | Country | Registration/ Serial No. | Date Issued | \$8 & \$15 Due | Renewal Due | Status |
|------------|------------------------|-----------------------------|-------------|----------------|----------------------------------|-----------------------|
| ACTIVISION | India | 404,210B | | ----- | 04/13/97 | |
| ACTIVISION | Ireland | 106,188 | 05/12/82 | ----- | 05/12/2003 | |
| ACTIVISION | Israel | 54,986 | 03/24/? | ----- | 03/24/2003 | |
| ACTIVISION | Italy | 397,255 | 09/25/81 | ----- | 09/25/2001 | |
| ACTIVISION | Japan | 1,772,445 | 05/30/85 | ----- | Between 12/1/94 & 02/28/95 | |
| ACTIVISION | Korea | 5672/83 | 11/30/83 | ----- | 11/30/93 | Renewal in Process |
| ACTIVISION | Netherland Antilles | 12686 | 11/25/82 | ----- | 11/25/2012 | |
| ACTIVISION | Norway | 133,728 | 10/06/88 | ----- | 10/06/98 | |
| ACTIVISION | New Zealand | 141,270 | 03/24/82 | ----- | 03/24/2003 | |
| ACTIVISION | Monaco | 829,243 | 06/28/82 | ----- | 05/19/97 | |
| ACTIVISION | Mexico | 387,378 | 08/21/90 | 11/29/93 | 08/21/95 | |
| ACTIVISION | W. Germany | 1,055,089 | 02/06/91 | ----- | 02/06/2001 | |
| ACTIVISION | Germany | 944,106 | 08/18/89 | ----- | 08/18/99 | |
| ACTIVISION | Denmark | 4417/1982 | 12/17/82 | ----- | 12/17/2002 | |
| ACTIVISION | Argentina | 1,088,874 | 08/09/84 | ----- | 08/09/94 | |

Trademark Log - June 2, 1993

| Mark | Country | Registration/ Serial No. | Date Issued | \$8 & \$15 Due | Renewal Due | Status |
|-----------------------------|------------------|-----------------------------|-------------|----------------|----------------|----------------------|
| ACTIVISION | Austria | 103,402 | 08/16/83 | ----- | 08/16/93 | |
| ACTIVISION | Australia | 356,097 | 09/15/80 | ----- | 02/03/2002 | |
| ACTIVISION | Sabah | S/30093 | | | | Recently Renewed |
| ACTIVISION | S. Africa | 81/4423 | | | | Recently Renewed |
| ACTIVISION | S. Africa | 81/6710 | | | | Recently Renewed |
| MEDIAGENIC | Canada | 380,236 | 02/22/91 | ----- | 02/22/2006 | |
| MEDIAGENIC | France | 1,464,699 | 05/11/88 | ----- | 05/11/98 | |
| MEDIAGENIC | Great Britain | 1,343,884 | 05/10/88 | ----- | 05/10/98 | |
| MEDIAGENIC | W. Germany | 1,148,168 | 05/10/88 | ----- | 05/10/98 | |
| ELECTRIC DREAMS | France | 1,326,874 | 10/15/85 | ----- | 10/15/95 | |
| JULA VS. FRANKENSTEIN | Germany | | | | | Application Filed |
| DRACULA VS. FRANKENSTEIN | France | 93/468,505 | | | | Application Filed |
| DRACULA VS. FRANKENSTEIN | Italy | | | | | Application Filed |

Trademark Log - June 2, 1993

| Mark | Country | Registration/ Serial No. | Date Issued | \$8 & \$15 Due | Renewal Due | Status |
|-----------------------------|-------------------|-----------------------------|-------------|----------------|----------------|----------------------|
| DRACULA VS. FRANKENSTEIN | United Kingdom | 1,534,960 | | | | Application Filed |
| DRACULA VS. FRANKENSTEIN | Spain | | | | | Application Filed |
| DRACULA VS. FRANKENSTEIN | Australia | App. No. 601,089 | | | | Application Filed |

REASSIGNMENT AND RELEASE OF SECURITY INTEREST

This Reassignment and Release of Security Interest is made as of November 18, 1998 by Comerica Bank-California ("LENDER") to Activision, Inc. & TDC Group, Inc. ("COMPANY").

Recital

WHEREAS, COMPANY assigned certain interests in the trademarks described on Exhibit A (the "Trademarks") to LENDER under a **Security Agreement (Patents and Trademarks)** dated September 3, 1993 and

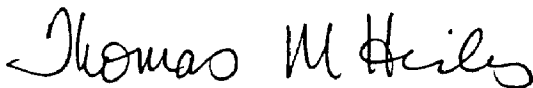
WHEREAS, COMPANY has satisfied all its obligations to LENDER in the **Security Agreement (Patents and Trademarks)** and LENDER wishes to reassign all interest that LENDER may have in the Trademarks.

Agreement

Now Therefore, LENDER agrees that it releases its security interest in the Trademarks and reassigns to COMPANY, without warranty or recourse, all interest of LENDER in the Trademarks.

LENDER:

Comerica Bank-California



Signature

Name: Thomas M. Hicks

Title: Vice President

Dated: November 18, 1998

Annex II - Trade Names & Licenses

- 1) Activision, Inc.
- 2) Activision for Kids
- 3) Infocom
- 4) TDC Group, Inc.

- 1) See attached Annex I (a) - Trademarks.
- 2) Son of Pitfall
 - Mechwarrior II - Pursuant to License with Twentieth Century Fox Film Corp.
 - Simon The Sorcerer
 - Monster Mash
 - Neighborhood Sports
 - The Real Ghostbusters - Pursuant to License with Columbia Pictures
 - Richard Scarry - The Best
 - Neighborhood Ever - Pursuant to License with Philips Interactive Media
 - Richard Scarry - The Busiest
 - Neighborhood Ever - Pursuant to License with Philips Interactive Media
 - Alien vs. Predator - Pursuant to License with Twentieth Century Fox Films Corp.
 - Mechwarrior - Pursuant to License with FASA Corporation
 - Shanghai II
 - Sargon V
 - Ultimate Air Combat
 - Swordmaster
 - Championship Boxing
 - Malibu Beach Volleyball
 - Ghostbusters - Pursuant to License with Columbia Pictures
 - Ghostbusters II - Pursuant to License with Columbia Pictures
 - Super Pitfall
 - Popeye 2 - Pursuant to License with King Features Syndicate, Inc.
 - STG
 - Spindizzy World
 - Mondu's Fight Palace
 - Galaxy 5000
 - Three Stooges
 - Stealth A.T.F.
 - Thunderbirds
 - Tombs and Treasures
 - Archon
 - F-14 Tomcat
 - Battletech - Pursuant to License with FASA Corporation
 - Battletech II - Pursuant to License with FASA Corporation
 - Face Off!
 - The Manhole(New)
 - Deuteros
 - Hunter
 - Beastbusters
 - Rodney's Fun Screen

2) continued...

Power Hits: Sci Fi
Power Hits: Battletech
Power Hits: Sports
Power Hits: Movies
Power Hits: Strategy
Power Hits: Kids
Leather Goddesses of Phobos 2
Lost Treasures of Infocom
Lost Treasures of Infocom II
Return to Zork
Planet Fall

3) The Borrower may also have certain rights to the software program trade names listed in Annex 1 (a) to the Security Agreement (Copyrights).