FORM PTO-1618A Expires 06/30/99 OMB 0651-0027 10-16-2000



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

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Resubmission (Non-Recordation) Document ID #	Security Agreement Nunc Pro Tunc Assignment		
Correction of PTO Error Reel # Frame #	Merger Month Day Year		
Corrective Document	X Change of Name		
Reel # Frame #	Other		
Conveying Party	Mark if additional names of conveying parties attached Execution Date		
Name Atari Games Corporation	Month Day Year 11191999		
Formerly			
Individual General Partnership	Limited Partnership X Corporation Association		
Other			
Citizenship/State of Incorporation/Organizat	ion California		
Receiving Party Mark if additional names of receiving parties attached			
Name Midway Games West Irc.			
DBA/AKA/TA			
Composed of			
Address(line 1) 675 Sycamore Drive			
Address (line 2)			
Address (line 3) Milpitas City	California 95035 State/Country Zip Code		
Individual General Partnership	Limited Partnership If document to be recorded is an assignment and the receiving party is		
▼ Corporation	not domiciled in the United States, an appointment of a domestic		
Other	representative should be attached. (Designation must be a separate document from Assignment.)		
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FORM PTO- Expires 06/30/99 OMB 0651-0027	1618B	Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK	
	Representative Nam	ne and Address Enter for the first Rece	eiving Party only.	
Name	Donald C. Knapp,	Jr.		
Address (line 1)	Midway Games Inc	••		
Address (line 2)	3401 N. Californ	ia Avenue		
Address (line 3)	Chicago, Illinoi	s 60618		
Address (line 4)				
Correspond	dent Name and Add	dress Area Code and Telephone Number (773	3) 961-1269	
Name	Donald C. Knapp,	Jr.		
Address (line 1)	Midway Games Inc	•		
Address (line 2)				
Address (line 3)	Chicago, Illinois 60618			
Address (line 4)				
Pages	Enter the total number including any attachi	er of pages of the attached conveyance docu	# 2	
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		mber or the Registration Number (DO NOT ENTER BOTH		
	demark Application N		tion Number(s)	
75587970		75580877	276262 2324771 2	
75188034	75609893	75789929 2243917 19	058216 1838770	
75501596	75158203	75147863 1693225 22	237194 2168298	
Number of Properties Enter the total number of properties involved. # 37				
Fee Amour	it Fee Am	nount for Properties Listed (37 CFR 3.41):	\$ 940	
Method of Payment: Enclosed Deposit Account X Deposit Account				
(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: # 500522				
		Authorization to charge additional fees:	Yes X 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. Oherges to deposit account are authorized, as				
atta indi	ched copy is a true copy cated herein.	of the original document. Unarges to deposit acc	ount are authorized, as	
	_	(//////////////////////////////////////	010BER 6, 2000	
	C. Knapp, Jr.	Signature	Date Signed	

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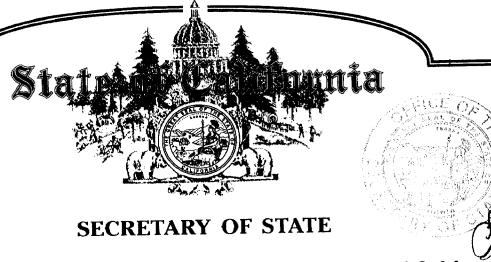
RECORDATION FORM COVER SHEET CONTINUATION

U.S. Department of Commerce Patent and Trademark Office

OMB 0651-0027	TRADEI	MARKS ONLY	TRADEMARK
Conveying Enter Additiona	g Party Il Conveying Party	Mark if additional names of	conveying parties attached Execution Date Month Day Year
Name [Atari Games Corporation		11191999
Formerly [
Individu	al General Partnership	Limited Partnership X	Corporation Association
Other			
X Citizens	hip State of Incorporation/Organization	California	
Receiving Enter Additiona	Party I Receiving Party	Mark if additional names of receiv	ing parties attached
Name	Midway Games West Inc.		
DBA/AKA/TA			
Composed of			
Address (line 1)	675 Sycamore Drive		
Address (line 2)			
Address (line 3		California	95035
Individe X Corpora		State/Country 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
Other _			document from the Assignment.)
	ship/State of Incorporation/Organizatio		
	Application Number(s) or Reg	- ' '	Mark if additional numbers attached BOTH numbers for the same property).
Tra	demark Application Number(s)	l Re	gistration Number(s)
75565539	75625579 75646716	1366860	1746845 1686545
75772162	75582435	2065181	1987485 2066087
		1727125	1686544 1813008
		2191354	2327311 2179263
		1988927	2300654

TRADEMARK

REEL: 002155 FRAME: 0961



I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of ____ page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

Secretary of State

Sec/State Form CE-107 (rev. 9/98)

OSP 98 13524

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

ENDORSED - FILED in the office of the Secretary of State of the State of California

DEC 2 2 1999

BILL JONES. Secretary of State

The undersigned certify that:

- 1. They are the Chief Executive Officer and Secretary, respectively, of the corporation.
- 2. The name of the corporation is: ATARI GAMES CORPORATION
- 3. Article I of the Articles of Incorporation of this corporation is amended to read as follows:

"The name of this corporation is MIDWAY GAMES WEST INC."

- 4. The foregoing amendment has been duly approved by the board of directors.
- 5. The foregoing amendment of the Articles of Incorporation has bee duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of this corporation is 100. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: November 19, 1999

Neil D. Nicastrø

Chief Executive Officer

Orrin J. Edidin

Secretary

9003822



SCHEDULE A

U.S. TRADEMARK REGISTRATIONS

<u>MARK</u>	REGISTRATION	REGISTRATION
	<u>NUMBER</u>	DATE
AREA 51	2,006,670	October 8, 1996
AREA 51	2,276,262	September 7, 1999
CALIFORNIA SPEED	2,324,771	February 29, 2000
CALIFORNIA SPEED	2,243,917	May 4, 1999
GAUNTLET	1,958,216	February 27, 1996
HARD DRIVIN'	1,838,770	June 7, 1994
KLAX	1,693,225	June 9, 1992
MARBLE MADNESS	2,237,194	April 6, 1999
MAXIMUM FORCE	2,168,298	August 27, 1996
PAPERBOY	1,366,860	October 20, 1985
PAPERBOY	1,746,845	January 19, 1993
PIT-FIGHTER	1,686,545	May 12, 1992
PRIMAL RAGE	2,065,181	May 27, 1997
PRIMAL RAGE	1,987,485	July 16, 1996
R.B.I.	2,066,087	June 3, 1997
RACE DRIVIN'	1,727,125	October 27, 1992
RACE DRIVIN'	1,686,544	May 12, 1992
RAMPART	1,813,008	December 21, 1993
SAN FRANCISCO RUSH	2,191,354	September 22, 1998
EXTREME RACING LOGO		
SITE 4	2,327,311	March 7, 2000
SLASH FANG	2,179,263	August 4, 1998
T-MEK	1,988,927	July 23, 1996
VAPOR TRX	2,300,654	December 14, 1999

SCHEDULE B

U.S. TRADEMARK APPLICATIONS

MARK	APPLICATION NO.	FILING DATE
720	75/587970	NOVEMBER 13, 1998
APB	75/646715	FEBRUARY 23, 1999
AREA 51	75/580877	NOVEMBER 2, 1998
AREA 51 LOGO	75/188034	OCTOBER 28, 1996
BLASTEROIDS	75/609893	DECEMBER 21, 1998
GAUNTLET DARK	75/789929	September 1, 1999
LEGACY		
GAUNTLET LEGENDS	75/501596	JUNE 12, 1998
MACE - THE DARK	75/158203	August 27, 1996
AGE		
MACE – THE DARK	75/147863	August 7, 1996
AGE (stylized)		
MEAN STREAK	75/565539	October 6, 1998
ROAD BURNERS	75/625579	January 22, 1999
SUPER SPRINT	75/646716	February 23, 1999
SWINGERSTOUR.COM	75/772162	August 9, 1999
WAR: FINAL ASSAULT	75/582435	November 4, 1998

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RECORDED: 10/10/2000 REEL: 002155 FRAME: 0965