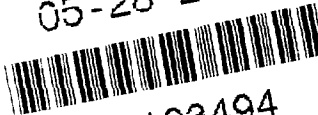




05-06-2002

Patent & TMO/ TM Mail Rcpt. Dt. #40

05-28-2002



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Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings ⇨ ⇨ ⇨

RECORD
TRAIL

DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Microsoft Corporation *5.6.02*

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State a Washington corporation
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Patent and Trademark Security Interest Release

Execution Date: April 30, 2002

2. Name and address of receiving party(ies)
Name: Interplay Entertainment Corp.
Internal Address: none
Address: _____
Street Address: 16815 Von Karman Avenue
City: Irvine State: CA Zip: 92606

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

TRADEMARK RECEIVED
US PATENT & TRADEMARK OFFICE
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FBI

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75-397850

B. Trademark Registration No.(s)
1596613

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Gregory Akselrud, Esq.
Internal Address: _____
c/o Akin, Gump, Strauss, Hauer & Feld, L.L.P.
Street Address: 2029 Century Park East
Suite 2400
City: Los Angeles State: CA Zip: 90067

6. Total number of applications and registrations involved: 74

7. Total fee (37 CFR 3.41)..... \$ 1865⁰⁰
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
20-0052
(Attach duplicate copy of this page if paying by deposit account)

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9. 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.

Gregory Akselrud
Name of Person Signing: Christine E Wilson Signature: [Signature] Date: 5/1/02

Total number of pages including cover sheet, attachments, and document: 14

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

05/28/2002 LMUELLER 00000037 200052 75397850

01 FC:481 40.00 CH
02 FC:482 1825.00 CH

TRADEMARK
REEL: 002509 FRAME: 0674

SCHEDULE 1

Trademark Applications and Registrations

Serial No.	Registration No.	Mark
73805706	1596613	BATTLE CHESS
74126489	1737704	CASTLES
74384474	1832342	CLAY FIGHTER
74305151	1834758	ROCK N ROLL RACING
74341937	1836284	LOST VIKINGS
74350629	1836291	RAGS TO RICHES
74248644	1854242	CLAYMATES
74387623	1858703	MACPLAY
74384475	1941851	CINEMATIC MULTIMEDIA
74527218	1949638	DESCENT
74582371	1953773	STAR REACH
74507990	1959285	BOOGERMAN
74350642	1962181	STONEKEEP
74544431	1962436	BLACKTHORNE
74629069	1981729	POWER PETE
74627463	2009067	CONQUEST OF THE NEW WORLD
75975488	2021481	STONEKEEP
74514923	2026258	BAD MISTER FROSTY
74736092	2034565	WHIPLASH
75030060	2049995	THE DIFFERENCE IS REAL
74735727	2051576	CHESS MATES
75024330	2056335	MUMMY TOMB OF THE PHARAOH
75060661	2070846	SHATTERED STEEL
75098187	2070881	RELOADED
75091419	2072876	M.A.X. MECHANIZED ASSAULT & EXPLORATION
75176673	2077705	BRAIN STORM
75179798	2077709	INTERPLAY
75078519	2078130	NORMALITY
74729636	2079986	VR SPORTS
75098235	2080326	FRAGILE ALLEGIANCE
75055638	2084915	SIGNATURE SERIES
75976194	2085039	REALMS OF THE HAUNTING
75084004	2102234	REALMS OF THE HAUNTING
74618388	2103798	FRANKENSTEIN: THROUGH THE EYES OF THE MONSTER

1.

TRADEMARK
REEL: 002275 FRAME: 0204

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75171840	2165169	BY GAMERS. FOR GAMERS.
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75237550	2182958	CLAY FIGHTER 63 1/3
75149240	2186477	DIE BY THE SWORD
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75237327	2204425	DESCENT MAXIMUM
75333285	2224808	EARTH 2140
75295950	2231196	CRIME KILLER
74628745	2232471	OF LIGHT AND DARKNESS
75078985	2239173	HARDWAR
75103875	2239195	ROLEMASTER: MAGESTORM
75103887	2239196	SPLATTERBALL
75475413	2249634	OF LIGHT AND DARKNESS THE PROPHECY
75383140	2261601	REDNECK RAMPAGE SUCKIN' GRITS ON ROUTE 66
75421395	2269851	REDNECK RAMPAGE RIDES AGAIN
75030055	2272527	VIRTUAL FIELDVISION
74535687	2279561	INTERPLAY
75390434	2314929	DESCENT: FREESPACE THE GREAT WAR
75397533	2364989	KINGPIN
75727695	2432924	FREESPACE
75397850	Pending	R/C STUNT COPTER
75474398	Pending	GIANTS
75532773	Pending	REDNECK RAMPAGE
75605979	Pending	GIANTS CITIZEN KABUTO
75708993	Pending	TEAM EGO
75771631	Pending	INVICTUS
75847494	Pending	REDNECK
75931058	Pending	GALLEON
76025037	Pending	DIGITAL MAYHEM
76026377	Pending	PLANESCAPE: TORMENT
76026378	Pending	SEPTERRA CORE
76036459	Pending	MOTOR MADNESS
78031290	Pending	SUNDERING: WORLD'S END
78031292	Pending	SUNDERING
78035635	Pending	DYNAVERSE 2

TRADEMARK
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TRADEMARK
REEL: 002509 FRAME: 0676

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BALDUR'S GATE DARK ALLIANCE

3.

TRADEMARK
REEL: 002276 FRAME: 0206

TRADEMARK
REEL: 002509 FRAME: 0677

PATENT AND TRADEMARK SECURITY INTEREST RELEASE

THIS PATENT AND TRADEMARK SECURITY INTEREST RELEASE shall become effective as of the Effective Time (as defined below), by Microsoft Corporation (“**Microsoft**”).

WHEREAS, Microsoft has a security interest of record in the trademarks, patents and patent applications listed in Exhibit A, which are Exhibit A from a Security Agreement dated on or about March 26, 2001 (the “**Security Agreement**”) and recorded in the United States Patent and Trademark Office on the dates and at the locations set forth in Exhibit A;

WHEREAS, at the time the security interest was recorded, the trademarks, patents and patent applications of Exhibit A were in the name of Interplay Entertainment Corp. (“**Interplay**”);

WHEREAS, such trademarks, patents and patent applications were pledged as collateral under the Security Agreement;

WHEREAS, Interplay and Microsoft are parties to that certain Termination and Release Agreement dated April 19, 2002 (the “**Release Agreement**”). Capitalized terms used but not defined herein will have the meanings ascribed to them in the Release Agreement.

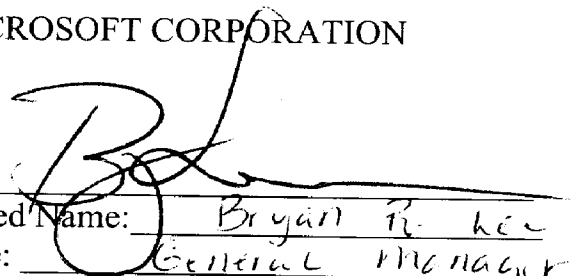
AND WHEREAS, upon the close of the Shiny Sale and the receipt by Microsoft of the Closing Fee (the “**Effective Time**”), Interplay will have satisfied its obligations under said Security Agreement and shall desire to have the security interest of Microsoft released.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, on the Effective Time, Microsoft agrees to release its security interest in the trademarks, patents and patent applications listed in Exhibit A and at such Effective Time, Microsoft:

Grants, reassigns and conveys to Interplay its entire right, title and interest in and to the trademarks, patents and patent applications listed in Exhibit A, including without limitation its security interest in the trademarks, patents and patent applications of Exhibit A, the right to sue for past, present and future infringements of such trademarks, patents and patent applications, all rights corresponding thereto throughout the world, and all renewals and extension thereof, as if the Security Agreement never occurred.

IN WITNESS WHEREOF, Microsoft has caused this instrument to be signed under seal by its duly authorized representative.

MICROSOFT CORPORATION

By: 
Typed Name: Bryan R. Lee
Title: General Manager
XBOX Business Development

STATE OF WASHINGTON)
) ss.
COUNTY OF KING)

Subscribed and sworn to before me this 30th day of APRIL, 2002.



Carolee F. Yamamoto
Notary Public in and for the
County of King
Residing at ISSAQUAH, WA
My commission expires: NOVEMBER 20, 2004

EXHIBIT A

SCHEDULE II

Trade or Fictitious Business Names

VR Sports
MacPlay
Digital Voodoo
Brainstorm
Tribal Dreams
Interplay Films
Tantrum
Flat Cat
Black Isle Studios
Interplay Sports
Interplay Productions

SCHEDULE III

Copyright Applications and Registrations

Work	Registration No.
American Deer Hunter 2000	PA 965-506
Battle Chess	TX 2-893-422
Caesars Palace Imperial Slots	TX 4-777-275
Caesars Palace VIP Blackjack	TX 4-767-412
Caesars Palace VIP Craps	TX 4-767-413
Caesars Palace VIP Video Poker	TX 4-767-411
Clay Fighter 63 1/3	PA 885-156
Conquest of the New World	PA 817-439
Descent	PA 760-299
Descent (Shareware)	PA 760-298
Descent II	PA 817-438
Descent Shareware	PA 760-298
Die By The Sword	PA 915-817
Fallout	PA 886-144
Fallout 2	PA 931-744
Freespace 2	PA 976-087
Invictus	PA 993-475
Jetfighter III	PA 857-025
Loaded	PA 840-868
M.A.X.	PA 829-450
M.A.X. 2	PA 915-304
MDK	PA 808-315
PlaneScape Torment	TX 5-085-749
Poker Night with David Sklansky	PA 967-766
Realms of the Haunting	PA 885-847
Redneck Rampage	PA 844-404
ReLoaded	PA 840-862
Renegade Racers	PA 1-000-156
Shattered Steel	PA 807-946
Star Trek: New Worlds (<i>Interplay & Paramount</i>)	TX 5-176-706
Star Trek: Star Fleet Academy (<i>Interplay & Paramount</i>)	TX 4-690-377
Star Trek: Starfleet Command (<i>Interplay & Paramount</i>)	TX 4-272-948
Stonekeep	PA 826-716
U.S.C.F. Chess	TX 4-783-955
VR Baseball '97 (software only)	TX 4-564-090

VR Baseball 2000	TX 4-771-562
VR Baseball '97	TX 4-564-090
VR Baseball '99	TX 4-771-664
Waterworld (software only)	TX 4-632-447

SCHEDULE IV

Patent Applications

"Saxs Video Object Generation Engine", Application No. 60/089,944

SCHEDULE V

Trademark Applications and Registrations

Serial No.	Registration No.	Mark
73805706	1596613	BATTLE CHESS
74126489	1737704	CASTLES
74384474	1832342	CLAY FIGHTER
74305151	1834758	ROCK N ROLL RACING
74341937	1836284	LOST VIKINGS
74350629	1836291	RAGS TO RICHES
74248644	1854242	CLAYMATES
74387623	1858703	MACPLAY
74384475	1941851	CINEMATIC MULTIMEDIA
74527218	1949638	DESCENT
74582371	1953773	STAR REACH
74507990	1959285	BOOGERMAN
74350642	1962181	STONEKEEP
74544431	1962436	BLACKTHORNE
74629069	1981729	POWER PETE
74627463	2009067	CONQUEST OF THE NEW WORLD
75975488	2021481	STONEKEEP
74514923	2026258	BAD MISTER FROSTY
74736092	2034565	WHIPLASH
75030060	2049995	THE DIFFERENCE IS REAL
74735727	2051576	CHESS MATES
75024330	2056335	MUMMY TOMB OF THE PHARAOH
75060661	2070846	SHATTERED STEEL
75098187	2070881	RELOADED
75091419	2072876	M.A.X. MECHANIZED ASSAULT & EXPLORATION
75176673	2077705	BRAIN STORM
75179798	2077709	INTERPLAY
75078519	2078130	NORMALITY
74729636	2079986	VR SPORTS
75098235	2080326	FRAGILE ALLEGIANCE
75055638	2084915	SIGNATURE SERIES
75976194	2085039	REALMS OF THE HAUNTING
75084004	2102234	REALMS OF THE HAUNTING
74618388	2103798	FRANKENSTEIN: THROUGH THE EYES OF THE MONSTER


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75171840	2165169	BY GAMERS. FOR GAMERS.
75240097	2175708	TRIBAL DREAMS
75237550	2182958	CLAY FIGHTER 63 1/3
75149240	2186477	DIE BY THE SWORD
75060884	2204227	ENGAGE GAMES ONLINE
75237327	2204425	DESCENT MAXIMUM
75333285	2224808	EARTH 2140
75295950	2231196	CRIME KILLER
74628745	2232471	OF LIGHT AND DARKNESS
75078985	2239173	HARDWAR
75103875	2239195	ROLEMASTER: MAGESTORM
75103887	2239196	SPLATTERBALL
75475413	2249634	OF LIGHT AND DARKNESS THE PROPHECY
75383140	2261601	REDNECK RAMPAGE SUCKIN' GRITS ON ROUTE 66
75421395	2269851	REDNECK RAMPAGE RIDES AGAIN
75030055	2272527	VIRTUAL FIELDVISION
74535687	2279561	INTERPLAY
75390434	2314929	DESCENT: FREESPACE THE GREAT WAR
75397533	2364989	KINGPIN
75727695	2432924	FREESPACE
75397850	Pending	R/C STUNT COPTER
75474398	Pending	GIANTS
75532773	Pending	REDNECK RAMPAGE
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75847494	Pending	REDNECK
75931058	Pending	GALLEON
76025037	Pending	DIGITAL MAYHEM
76026377	Pending	PLANESCAPE: TORMENT
76026378	Pending	SEPTERRA CORE
76036459	Pending	MOTOR MADNESS
78031290	Pending	SUNDERING: WORLD'S END
78031292	Pending	SUNDERING
78035635	Pending	DYNAVERSE 2

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BALDUR'S GATE DARK ALLIANCE

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REEL: 002509 FRAME: 0687

SCHEDULE 1

Trademark Applications and Registrations

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74341937	1836284	LOST VIKINGS
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74514923	2026258	BAD MISTER FROSTY
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75030060	2049995	THE DIFFERENCE IS REAL
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75060661	2070846	SHATTERED STEEL
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75176673	2077705	BRAIN STORM
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1.

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REEL: 002509 FRAME: 0688

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75171840	2165169	BY GAMERS. FOR GAMERS.
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78035635	Pending	DYNAVERSE 2

2.

TRADEMARK
REEL: 002275 FRAME: 0205

TRADEMARK
REEL: 002509 FRAME: 0689

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BALDUR'S GATE DARK ALLIANCE

3.

TRADEMARK
REEL: 002276 FRAME: 0206

RECORDED: 05/06/2002

TRADEMARK
REEL: 002509 FRAME: 0690