

04-24-1998

FORM PTO-1594 (Rev. 6-93) MRD 4-13-98



SHEET U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

To the Honorable Commissioner (thereof.

100696365

and the attached original documents or copy

1. Name of conveying party(ies):
Rocket Science Games, Inc.

Individual(s) Association

General Partnership Limited Partnership
 Corporation-State of California
 Other _____

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: August 20, 1997

2. Name and address of receiving party(ies):
 Name: James Hampton

Internal Address: 263 Woodward Avenue

Street Address: 263 Woodward Avenue

City: Sausalito State: CA ZIP 94965

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

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

APR 13 1998 RECEIPT ACCT'G DIV.

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
75/040,560

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Cooley Goddard LLP

Internal Address: Attn: Anne H. Peck, Esq.
5 Palo Alto Square
3000 El Camino Real
Palo Alto, CA 94306

Street Address: Same as above

City: _____ State: _____ ZIP _____

6. Total number of applications and registration involved: _____
One

7. Total fee (37 CFR 3.41):.....
 \$ 40.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Anne H. Peck 4/9/98
 Anne H. Peck Date

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

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

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TRADEMARK REEL: 1727 FRAME: 0104

Assignment Agreement

This Assignment Agreement (the "Agreement") is between Rocket Science Games, Inc., a California corporation, with offices at 139 Townsend Street, San Francisco, California 94107 ("Rocket Science") and James Hampton, an individual residing at 263 Woodward Avenue, Sausalito, California 94965 ("Hampton"). This Agreement is effective as of the date last signed below (the "Effective Date").

The parties hereby agree as follows:

1. Assignment.

1.1 Assignment of the Game. Subject to the terms and conditions of this Agreement, Rocket Science hereby assigns to Hampton all of Rocket Science's present worldwide rights, title, and interest in the uncompleted interactive software entertainment title known as *Pest*, including, without limitation, any and all source and object code, design documents, art, music, copyrights, trade secret rights and goodwill associated therewith (hereinafter referred to as the "Uncompleted Game").

1.3 Assignment of Trademark. In addition to the assignment, in Paragraph 1.1 above, of the underlying business associated with the Uncompleted Game and subject to the terms and conditions of this Agreement, Rocket Science also hereby assigns to Hampton all of Rocket Science's rights in the United States trademark "Pest."

8.4 Entire Agreement. This Agreement states the entire agreement between the parties on this subject and supersedes all prior negotiations, understandings, and agreements between the parties concerning the subject matter. No amendment or modification of this Agreement shall be made except by a writing signed by both parties.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement.

Rocket Science Games, Inc.

By: Bill Davis

Name: BILL DAVIS

Title: PRESIDENT & CEO

Date: 8/20/97

James "Purple" Hampton

By: [Signature]

Name: JAMES HAMPTON

Date: AUGUST 14th 1997