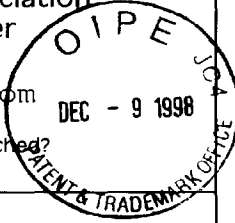
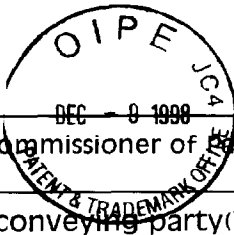


TRADEMARKS ONL



100917767



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

1. Name of conveying party(ies):
 Virtuality Entertainment Limited

Individual(s) Association
 General Partnership Other
 Limited Partnership
 Corporation - United Kingdom

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

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

Name:
 VL Realisations Limited

Street Address:
 1 Victoria Square
 Birmingham B1 1BD
 United Kingdom

Individual(s) citizenship:
 Association
 General Partnership
 Limited Partnership
 Corporation - United Kingdom
 Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Change of Name Other
 Security Agreement

Execution Date: October 23, 1997

4. Application number(s) or registration (numbers):

A. Trademark Application No(s).
 74/635,343

B. Trademark Registration No(s).
 1,928,796
 2,085,205
 2,108,338

Additional numbers attached? Yes No

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

YOUNG & THOMPSON
 Second Floor
 745 South 23rd Street
 Arlington, VA 22202

6. Total number of applications and registrations involved:
 4

7. Total fee (37 CFR 3.41).....\$ 115
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account No. 25-0120
 (Attach duplicate copy of this page if paying by deposit account.)

12/11/1998 SBURNS 00000041 250120 74635343

01 FC:481 40.00 CH
02 FC:482 75.00 CH

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.

Susan Trader
 Name of Person Signing

Susan Trader
 Signature

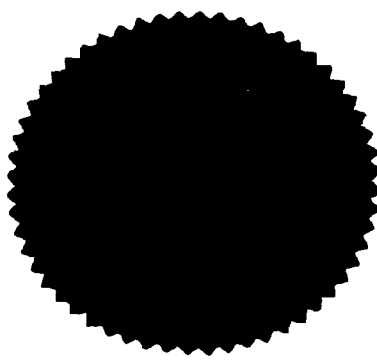
December 9, 1998
 Date

Total number of pages including cover sheet: [2]

CERTIFICATE OF CHANGE OF NAME & ADDRESS

I, the undersigned Notary Public, do hereby certify that W. INDUSTRIES LIMITED was established on 4th June 1987 under the laws of England (Company No. 2137419) having its principal office at Itech House, 26-28 Chancery Street, Leicester LE1 5WD United Kingdom, that it changed its name and address to VIRTUALITY ENTERTAINMENT LIMITED of Virtuality House, 3 Oswin Road, Brailsford Industrial Park, Leicester LE3 1HR, United Kingdom on 27th August 1993, that it changed its name to VIRTUALITY LIMITED on 1st March 1996, that by virtue of an Order of the High Court dated 11th February 1997 Joint Administrators were appointed and that shortly thereafter the registered office of the company became 1 Victoria Square, Birmingham B1 1BD, United Kingdom, and that on the 23rd October 1997 the name of the company was changed to VL REALISATIONS LIMITED.

Dated this twelve day of July 1998



Helen A.M. Lander

Helen A.M. Lander
Notary Public