



02-05-1999

02-16-1999

DEPARTMENT OF COMMERCE
Patent and Trademark Office

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U.S. Patent & TMO/c/TM Mail Rcpt Dt. #34



100969398

To the Honorable Commissioner of

Patent and Trademark Office
Mail documents or copy thereof.

Man 2-5-99

1. Name of conveying party(ies):

WILLIAM R. ADAMS

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- 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: _____

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

Name: SEGA GAMEWORKS L.L.C.

Internal Address: _____

Street Address: 10 Universal City Plaza

City: Universal City State: CA ZIP: 91608

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

Other Limited Liability Company-Delaware

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

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

75/262,855

Additional numbers attached? Yes No

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

Name: Whitney Thier-Quirk & Tratos

Internal Address: _____

Street Address: 3773 Howard Hughes

Pkwy., Suite 500 North

City: Las Vegas State: NV ZIP: 89109

6. Total number of applications and registrations involved: _____

1

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)

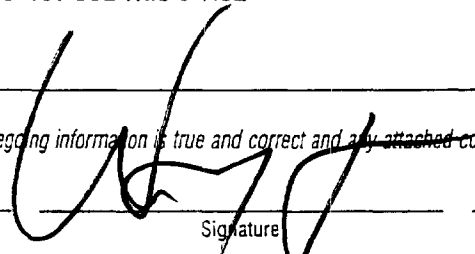
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9. Statement and signature.

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.

Whitney Thier

Name of Person Signing

 2/3/99

Signature

Date

Total number of pages comprising cover sheet: _____

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OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

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Box Assignments

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TRADEMARK

REEL: 1854 FRAME: 0323

1. Additional Conveying Parties:

- a. Gameworks, Inc., a Nevada corporation

ASSIGNMENT OF MARK

WILLIAM R. ADAMS and GAMEWORKS, INC., a Nevada corporation, own U.S. trademark application, Serial No. 75/262,855, for the mark **GAMEWORKS** for entertainment services, namely, gaming centers, casinos and amusement facilities in International Class 41.

For good and valuable consideration, receipt of which is hereby acknowledged, effective May 1, 1997, WILLIAM R. ADAMS and GAMEWORKS, INC., transfer and assign to SEGA GAMEWORKS, LLC all of their right, title and interest in the application, along with the goodwill represented by the mark, and as set forth in the Trademark Purchase Agreement dated May 1, 1997.

GAMEWORKS, INC.

By WILLIAM R. ADAMS

Title PRESIDENT



WILLIAM R. ADAMS

Mark: **GAMEWORKS**
Serial No.: 75/262,855
Goods/Services: entertainment services, namely, gaming centers, casinos and amusement facilities in International Class 41

Assignor: William R. Adams and
Gameworks, Inc.
5870 Darby Avenue
Las Vegas, Nevada 89102

Assignee: Sega Gameworks, LLC
10 Universal City Plaza
Universal City, California 91608