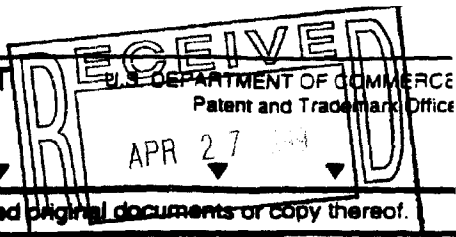


05-10-1999



101032685

VER SHEET
ONLY



Tab settings

To the Honorable Commissioner

1. Name of conveying party(ies).

Origin Systems, Inc.

- Individual(s)
- General Partnership
- Corporation-State - Texas
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 1, 1998

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

Electronic Arts Inc.

Name: _____

Internal Address: _____

Street Address: 209 Redwood Shores Parkway

City: Redwood City State: CA ZIP: 94065

- 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

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

A. Trademark Application No.(s)

see attached page

B. Trademark registration No.(s)

see attached page

Additional numbers attached? Yes No

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

Name: JoAnn C. Covington

Internal Address: _____

Electronic Arts Inc.

Street Address: 209 Redwood Shores Parkway

City: Redwood City State: CA ZIP: 94065

6. Total number of applications and registrations involved: _____

20

7. Total fee (37 CFR 3.41):..... \$ 515.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

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

05/05/1999 JSHABAZZ 00000056 1792730

DO NOT USE THIS SPACE

01 FC:481
02 FC:482

40.00 OP
475.00 OP

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.

JoAnn C. Covington, Sr. Legal Counsel

Name of Person Signing

Signature

4-20-99

Date

Total number of pages comprising cover sheet: _____

2

4. A

| <u>Trademark</u> | <u>Class(es)</u> | <u>Registration or Serial Nos.</u> |
|------------------|------------------|------------------------------------|
| ORIGIN logo | 9 | 75-541614 |

B

| | | |
|----------------------|----|-----------|
| BRITANNIA | 28 | 1,792,730 |
| DARKENING, THE | 9 | 2,140,755 |
| FORGE OF VIRTUE | 28 | 1,810,132 |
| LORD BRITISH | 28 | 1,401,368 |
| ORIGIN | 9 | 2,234,427 |
| ORIGIN/FX | 28 | 1,769,371 |
| ORIGIN SYSTEMS | 28 | 1,713,867 |
| PRIVATEER | 28 | 1,895,631 |
| QUEST FOR THE AVATAR | 28 | 2,146,902 |
| RUNES OF VIRTUE | 28 | 1,841,914 |
| SERPENT ISLE | 28 | 1,802,843 |
| SPECIAL OPERATIONS | 28 | 1,744,673 |
| STRIKE COMMANDER | 28 | 1,802,830 |
| ULTIMA | 16 | 1,854,149 |
| ULTIMA | 28 | 1,400,490 |
| UNDERWORLD | 28 | 1,743,367 |
| WE CREATE WORLDS | 28 | 1,666,834 |
| WING COMMANDER | 28 | 1,704,293 |
| WORLDS OF ULTIMA | 28 | 1,691,715 |

Origin Assignment Agr.doc.pob

ORIGIN SYSTEMS, INC.**ASSIGNMENT AGREEMENT**

This Assignment is entered into as of December 1, 1998 (the "*Effective Date*") by and between Origin Systems, Inc., a Texas corporation with offices at 5918 West Courtyard Dr., Austin, Texas 78730 ("*Origin*") and Electronic Arts Inc., a Delaware corporation with its principal business offices at 209 Redwood Shores Parkway, Redwood City, CA 94065 ("*EA*").

RECITALS

A. Origin is a wholly-owned subsidiary of EA.

B. Origin and EA, as Origin's sole shareholder, have determined that it is in the best interests of both companies that Origin's intellectual property assets be assigned to EA.

Now, therefore, the parties agree as follows:

1. ASSIGNMENT OF INTELLECTUAL PROPERTY ASSETS

For good and valuable consideration, receipt of which is hereby acknowledged, Origin hereby assigns to EA all of Origin's right, title and interest, of whatever kind and nature forever and throughout the universe, in and to any and all of Origin's intellectual property assets and rights (including but not limited to, copyrights, moral rights, patents, patent applications, trademarks, service marks, trade names and trade secrets, and specifically including those trademark registrations and applications listed on Exhibit A attached hereto, and those copyright registrations and applications listed on Exhibit B attached hereto) all rights to receive any of the foregoing, and all proceeds thereof (the "*Origin IP Assets*"). The Origin IP Assets shall also be deemed to include the results and proceeds of the services of all persons rendering services in connection with the intellectual property assets, the rights of which are being assigned hereunder.

2. FURTHER DOCUMENTS

Origin agrees to execute and deliver to EA such further instruments as may be reasonably required to carry out or effectuate the purposes and intent of this Assignment. Without limiting the foregoing, Origin hereby agrees to cause to be executed, acknowledged and delivered to EA, upon EA's request (a) a short form assignment in a form to be prepared by EA, which such instrument EA may record with the United States Copyright Office, and any other applicable copyright registries, as evidence of the rights granted to EA herein; and (b) a short form assignment in a form to be prepared by EA, which such instrument EA may record with the United States Patent and Trademark Office, and any other applicable trademark registries, as evidence of the rights granted to EA herein.

3. ASSUMPTION OF OBLIGATIONS

EA hereby agrees to assume all of Origin's current and future obligations and liabilities related to the Origin IP Assets, whether certain or contingent, including but not limited to all liabilities for taxes, liabilities under contracts, liabilities for any tort, malfeasance or omission committed by Origin (or any of Origin's officers or directors in the course of their duties for Origin), and other liabilities imposed by law, whether arising prior to the Effective Date or thereafter.

Executed by the parties as of the Effective Date by their authorized representatives as set forth below:

ORIGIN SYSTEMS, INC.

By: Name: NEIL YOUNGTitle: GENERAL MANAGER, VP

ELECTRONIC ARTS INC.

By: Name: Ruth A. KennedyTitle: Senior VP and General Counsel

TRADEMARK

REEL: 1894 FRAME: 0448

EXHIBIT A

ORIGIN SYSTEMS, INC.
TRADEMARKS

| <u>Trademark</u> | <u>Class(es)</u> | <u>Countries</u> | <u>Registration or Serial Nos.</u> |
|--------------------------|-------------------------|-------------------------|---|
| <u>REGISTERED</u> | | | |
| BRITANNIA | 28 | US | 1,792,730 |
| DARKENING, THE | 9 | US | 2,140,755 |
| FORGE OF VIRTUE | 28 | US | 1,810,132 |
| LORD BRITISH | 28 | US | 1,401,368 |
| ORIGIN | 9 | US | 2,234,427 |
| ORIGIN/FX | 28 | US | 1,769,371 |
| ORIGIN SYSTEMS | 28 | US | 1,713,867 |
| PRIVATEER | 28 | US | 1,895,631 |
| QUEST FOR THE AVATAR | 28 | US | 2,146,902 |
| RUNES OF VIRTUE | 28 | US | 1,841,914 |
| SERPENT ISLE | 28 | US | 1,802,843 |
| SPECIAL OPERATIONS | 28 | US | 1,744,673 |
| STRIKE COMMANDER | 28 | US | 1,802,830 |
| ULTIMA | 16 | US | 1,854,149 |
| ULTIMA | 28 | US | 1,400,490 |
| ULTIMA | Japan class 11 | Japan | 1,961,320 |
| UNDERWORLD | 28 | US | 1,743,367 |
| WE CREATE WORLDS | 28 | US | 1,666,834 |
| WING COMMANDER | 28 | US | 1,704,293 |
| WORLDS OF ULTIMA | 28 | US | 1,691,715 |
| <u>PENDING</u> | | | |
| ORIGIN logo | 9 | US | 75-541614 |

EXHIBIT B

ORIGIN SYSTEMS, INC.
COPYRIGHTS

| <u>Copyright</u> | <u>Format</u> | <u>Registration Number</u> |
|----------------------------|----------------------|-----------------------------------|
| AH-64D LONGBOW | PCCD | PA 807-978 |
| BIOFORGE | PCCD | PA 831-626 |
| CRUSADER: NO REMORSE | PCCD | PA 792-365 |
| CRUSADER: NO REGRET | PCCD | PA 807-977 |
| FLASHPOING KOREA | PCCD | PA 829-448 |
| PACIFIC STRIKE | DOS | PA 733-630 |
| PRIVATEER | DOS | PA 729-768 |
| PRIVATEER | PCCD | PA 767-538 |
| PRIVATEER 2: THE DARKENING | PCCD | PA 869-638 |
| STRIKE COMMANDER | PCCD | PA 672-247 |
| SUPER WING COMMANDER | PCCD | PA 768-271 |
| ULTIMA 1 | DOS | PA 317-501 |
| ULTIMA 1 | DOS | PA 317-505 |
| ULTIMA II | DOS | PA 317-502 |
| ULTIMA III | DOS | PA 317-503 |
| ULTIMA IV | DOS | PA 317-504 |
| ULTIMA VIII PAGAN | DOS | PA 714-078 |
| ULTIMA VIII PAGAN | PCCD | PA 767-542 |
| ULTIMA ONLINE | PCCD | PA 886-460 |
| WING COMMANDER | DOS | PA 672-249 |
| WING COMMANDER II | DOS | PA 672-250 |
| WING COMMANDER III | PCCD | PA 726-454 |
| WING COMMANDER III | 3DO | PA 726-213 |
| WING COMMANDER III | PlayStation | PA 817-421 |
| WING COMMANDER IV | MAC CD | PA 817-246 |
| WING COMMANDER ACADEMY | DOS | PA 715-641 |
| WING COMMANDER ARMADA | DOS | PA 733-623 |
| WING COMMANDER ARMADA | PCCD | PA 787-409 |
| WING COMMANDER PROPHECY | PCCD | PA 886-462 |
| WINGS OF GLORY 1917-1918 | PCCD | PA 787-420 |