

09-08-1999

FORM PTO-1594 (modified) **RECORDATI**

(Rev. 6-93)

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



101137930

DEPARTMENT OF COMMERCE

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):
Media Technology Limited
 ___ Individual(s) citizenship: _____
 ___ Association _____
 ___ General Partnership of: _____
 ___ Limited Partnership of: _____
 Corporation-State: **Maryland**
 ___ Other: _____

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



2. Name and address of receiving party(ies):
 Name: **ZeniMax Media Inc.**
 Internal Address: _____
 Street Address: **1370 Piccard Drive**
 City: **Rockville**, State: **MD** ZIP: **20850**
 ___ Individual(s) citizenship: _____
 ___ Association _____
 ___ General Partnership of: _____
 ___ Limited Partnership of: _____
 Corporation-State: **Delaware**
 ___ Other: _____

3. Nature of conveyance: **9-2-99**
 Assignment
 ___ Merger
 ___ Security Agreement
 ___ Change of Name
 ___ Other: _____
 Execution Date: **August 13, 1999**

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

4. A. Trademark Application No.(s)
75/709,018
75/682,171
74/691,672
75/665,437

B. Trademark Registration No.(s)
2,057,826 **1,821,830**
1,956,090 **2,012,764**
1,943,732 **1,913,854**
2,130,920 **2,203,073**

Additional numbers attached? Yes or No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: **Piper & Marbury LLP Attn.: Cynthia K. Nicholson**
 Internal Address: _____
 Street Address: **1200 Nineteenth Street, N.W.**
 City: **Washington, D.C.** ZIP: **20036**

6. Total number of applications and registrations involved: 12

7. Total fee (37 C.F.R. § 3.41). \$ 315.00
 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

315E

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.

Signature: Cynthia K. Nicholson Date: Sep 2, 1999
 Name of Person Signing: Cynthia K. Nicholson

Total number of pages including cover sheet, attachments, and document: 4

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

09/07/1999 NTHALL 00000272 75/699018
 44.00 00
 275.00 00

TRADEMARK
 REEL: 001954 FRAME: 0512

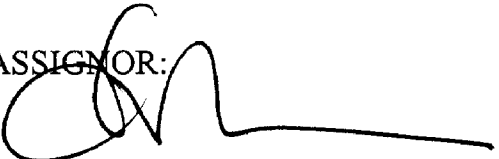
NUNC PRO TUNC ASSIGNMENT OF TRADEMARK

WHEREAS, Media Technology Limited ("**Assignor**"), a corporation of Maryland, with a principal business address of 1370 Piccard Drive, Ste. 120, Rockville, MD 20850, has adopted and has used in its business the trademarks, service marks and tradenames listed on Exhibit A ("**Marks**"); and

WHEREAS, ZeniMax Media Inc. ("**Assignee**"), a corporation of Delaware, with a principal business address of 1370 Piccard Drive, Ste. 120, Rockville, MD 20850, is desirous of acquiring the Marks;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby irrevocably sells, grants, conveys, assigns and sets over to Assignee, its successors and assigns, *nunc pro tunc* as of June 24, 1999, or of the present date or as of the date prior to the present when such assignment may be deemed to have occurred, without any reservation of rights, all of its right, title and interest in and to the Marks and registrations and applications thereof, together with the goodwill of the business symbolized thereby, and all actions and causes of action and rights to damages and profits, due or accrued, relating to the foregoing, in the United States.

IN WITNESS WHEREOF, Assignor has executed this Assignment.

ASSIGNOR:


Media Technology Limited
Christopher S. Weaver, President

8/13/99

(Date)

For prima facie proof of execution in the United States. Notary: On this 13th day of August, 1999, personally appeared the person above named, and executed or acknowledged that he/she executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received. Yeresa L. McLaughlin
My commission expires 3-1-2000.
Prima facie proof of execution outside the United States is shown by a certificate issued by a U.S. diplomatic or consular officer or by a person authorized to administer oaths whose authority is proved by certificate.

(continued on page 2)

Exhibit A

Registered Trademarks and Trademark Applications in the United States

- (a) DAGGERFALL
 - Reg. No. 2,057,826, registered April 29, 1997
 - Section 8 Affidavit due between April 29, 2002 and April 29, 2003; eligible for Section 15 no earlier than April 22, 2002
 - computer game programs, in class 28
 - registrant: Media Technology Limited

- (b) DELTA-V
 - Registration No. 1,956,090, officially granted February 13, 1996
 - Section 8 Affidavit due between February 13, 2001 and February 13, 2002; eligible for Section 15 no earlier than February 13, 2001
 - Computer game programs, in class 28
 - registrant: Media Technology Limited

- (c) DIGITAL LACE
 - Application, Ser. No. 75/709018, filed May 19, 1999
 - class 35
 - applicant: Media Technology Limited

- (d) THE ELDER SCROLLS
 - Registration No. 1,943,732, officially granted December 26, 1995
 - Section 8 Affidavit due between December 26, 2000 and December 26, 2001; eligible for Section 15 no earlier than December 26, 2000
 - Computer game programs, in class 28
 - Registrant: Media Technology Limited

- (e) FLASHPOINT PRODUCTIONS
 - Registration No. 1,821,830, officially granted February 15, 1994
 - Section 8 Affidavit due by February 15, 2000; eligible for Section 15
 - computer software design and development for others and desktop publishing for others in class 42
 - owner: Media Technology Limited

- (f) FUTURE SHOCK
 - Reg. No. 2,012,764, registered October 29, 1996
 - Section 8 Affidavit due between October 29, 2001 and October 29, 2002; eligible for Section 15 no earlier than October 29, 2001
 - computer game programs, in class 28
 - registrant: Media Technology Limited

- (g) INTENSE IMPORT DRAG RACING
- U.S. Application Ser. No. 75/682,171 filed April 13, 1999
 - computer game program software, in class 9; entertainment services, namely, providing an online computer game, in class 41
 - applicant: Media Technology Ltd.
- (h) OBLIVION
- Ser. No. 74/691,672, filed June 21, 1995
 - notice of allowance, June 11, 1996, Statement of Use due June 11, 1999; no further extensions
 - computer game programs, in class 28
 - applicant: Media Technology Limited
- (i) SYMPHONIX
- Registration No. 1,913,854, officially granted August 22, 1995
 - Section 8 Affidavit due between August 22, 2000 and August 22, 2001; eligible for Section 15 no earlier than August 22, 2000
 - audio recording and production, in class 41
 - owner: Media Technology Limited
- (j) Vir²L (*stylized*)
- Application, Ser. No. 75/665,437 filed March 22, 1999
 - computer game software; computer software for use in e-commerce, enterprise business, and telecommunications, in class 9 and computer consultation and related engineering services in class 42
 - applicant: Media Technology Ltd
- (k) XCAR
- Registration No. 2,130,920, officially granted January 20, 1998
 - Section 8 Affidavit due between January 20, 2003 and January 20, 2004; eligible for Section 15 no earlier than January 20, 2003
 - computer game programs, class 28
 - registrant: Media Technology Limited
- (l) Xⁿgine (*stylized*)
- Registration No. 2,203,073, officially granted November 10, 1998
 - Section 8 Affidavit due between November 10, 2003 and November 10, 2004; eligible for Section 15 no earlier than November 10, 2003
 - graphics-rendering computer program sold as a component of computer game programs, in class 28
 - registrant: Media Technology Limited