

10-12-2000



101485458

RECORDATION FORM COVER SHEET

mpo 9/27/00

TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID#
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
- Security Agreement
- Merger
- Change of Name
- Other
- License
- Nuc Pro Tunc Assignment
Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual
 - Corporation
 - Association
 - Other
 - Citizenship/State of Incorporation/Organization
- General Partnership
- Limited Partnership
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

10/12/2000 MTHAI1 00000096 7544864P

OL FC:481
OP FC:482

40.00 DP
175.00 DP

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional number attached

Enter either the trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text" value="75/448,642"/>	<input type="text" value="74/663,828"/>	<input type="text" value="75/738,788"/>	<input type="text" value="2,133,156"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/448,643"/>	<input type="text" value="75/783,787"/>	<input type="text"/>	<input type="text" value="2,286,869"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,336,686"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy of the original document. Charges to deposit account are authorized, as indicated herein.

Deborah Bailey-Wells
Name of Person Signing


Signature

September 21, 2000
Date Signed

State of California



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

OCT 3 1999



Bill Jones

Secretary of State

A533177

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ACCOLADE, INC.

ENDORSED-FILED
IN THE OFFICE OF THE
SECRETARY OF STATE
OF THE STATE OF CALIFORNIA

OCT 21 1999

BILL JONES, SECRETARY OF STATE

Bruno Bonnell and Yves Legris hereby certify that:

1. They are the President and Secretary, respectively, of Accolade, Inc., a California corporation (the "Corporation").
2. The Articles of Incorporation of the Corporation are hereby amended and restated to read in their entirety as follows:

ARTICLE I

The name of the Corporation is Infogrames North America, Inc.

ARTICLE II

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

ARTICLE III

The Corporation is authorized to issue one class of stock, to be designated "Common Stock." The total number of shares of Common Stock the Corporation shall have authority to issue is One Thousand (1,000).

ARTICLE IV

A. The liability of directors of the Corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

B. The Corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) through bylaw provisions, agreements with agents, vote of shareholders or disinterested directors, or otherwise, to the fullest extent permissible under California law.

C. Any amendment, repeal or modification of any provision of the Article IV shall not adversely affect any right or protection of an agent of this corporation existing at the time of such amendment, repeal or modification.

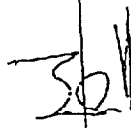
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3. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by Unanimous Written Consent of the Board of Directors of the Corporation pursuant to Section 307(b) of the California Corporations Code.

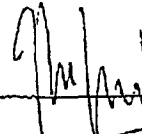
4. The foregoing amendment and restatement of Articles of Incorporation has been duly approved by the shareholders by Written Consent in accordance with Sections 902 and 603 of the California Corporations Code. The total number of outstanding shares of the Corporation is 1,000 shares of Common Stock. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than fifty percent (50%) of the outstanding shares of Common Stock.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

Dated: September 17, 1999.



Bruno Bonnell, President



Yves Legris, Secretary



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