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07-12-2001



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

101775287

To the Honorable Commissioner

Attached original documents or copy thereof.

1. Name of conveying party(ies):

Uproar Ltd.

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

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

2. Name and address of receiving party(ies)

Name: Uproar Inc.

Internal Address:

Street Address: 240 West 35th Street

City: New York State: N.Y. Zip: 10001

- 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: June 20, 2001

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

A. Trademark Application No.(s) 75/822,797 75/708,510 75/736,261 75/814,386 75/717,498 75,814,385

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Susan M. Rosenfeld, Esq. Name: Hall Dickler Kent Goldstein & Wood

Internal Address:

Street Address: 909 Third Avenue, 27th Floor

City: New York State: N.Y. Zip: 10022

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 3.41): \$ 165.00

- 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.

Susan M. Rosenfeld, Name of Person Signing

Susan H. Rosenfeld Signature

June 28, 2001 Date

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

07/11/2001 00000046 75822797

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

Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:481 02 FC:482

40.00 OP 125.00 OP

TRADEMARK REEL: 002322 FRAME: 0138

TRADEMARK ASSIGNMENT

WHEREAS, Uproar Ltd., a New York corporation located at 240 West 35th Street, New York, New York 10001, has applied to register the trademarks listed below on an intent-to-use basis in the United States Patent and Trademark Office:

<u>Trademark</u>	<u>Application Serial No.</u>	<u>Filing Date</u>
PREMIERBINGO	75/822,797	October 14, 1999
BLOWOUT BINGO	75/736,261	June 24, 1999
LETTER PERFECT	75/717,498	June 1, 1999
THE ENTERTAINMENT CAPITAL OF THE WEB	75/708,510	May 18, 1999
REWARD ENTERTAINMENT NETWORK	75/814,386	October 4, 1999
LET THERE BE FUN	75/814,385	October 4, 1999

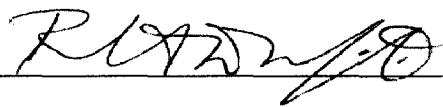
WHEREAS, Uproar Inc., a Delaware corporation located at 240 West 35th Street, New York, New York 10001, is a successor to the business of Uproar Ltd. and is desirous of acquiring said trademarks and the applications therefor and the goodwill of the business symbolized by the trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Uproar Ltd. does hereby assign, transfer and set over unto said Uproar Inc., all right, title and interest in and to the said

trademarks together with the business connected with the said trademarks, and the above-identified applications and therefor.

This Assignment is executed at New York, New York 10001, this 20 day of June, 2001.

Uproar Ltd.

By: 

Name: Robert D. Marafioti, Esq.
Title: Executive Vice President,
General Counsel and Secretary

DKNY/123852/v#1

RECORDED: 07/02/2001

TRADEMARK
REEL: 002322 FRAME: 0140