

07-12-2001



101775288

To the Honorable Commissioner of Patents and Trademarks, please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Uproar Ltd.

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

7.2.01

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

3. Nature of conveyance:

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

Execution Date: June 20, 2001

2. Name and address of receiving party(ies)

Name: Uproar Inc.

Internal

Address: _____

Street Address: 240 West 35th Street

City: NY State: NY 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

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

A. Trademark Application No.(s)

75/814,388
75/757,265
75/749,128

B. Trademark Registration No.(s)

2,420,263 2,387,239 2,384,991
2,384,992 2,392,886 2,280,473

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

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

6. Total number of applications and registrations involved: _____

9

7. Total fee (37 CFR 3.41).....\$ 240.00

- 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

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 M. Rosenfeld
Signature

June 28, 2001
Date

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

07/11/2001 00000045 75014388

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 DP
200.00 DP

TRADEMARK
REEL: 002326 FRAME: 0944

TRADEMARK ASSIGNMENT

WHEREAS, Uproar Ltd., a New York corporation located at 240 West 35th Street, New York, New York 10001, has adopted, used and is using the trademarks which are pending or registered in the United States Patent and Trademark Office and listed herewith:

<u>Trademark</u>	<u>Application Serial No.</u>	<u>Filing Date</u>
WHAT IF ALL THE FUN PEOPLE IN THE WORLD GOT TOGETHER?	75/814,388	October 4, 1999
GAMESCENE	75/757,265	July 21, 1999
TRIVIA BLITZ	75/749,128	July 13, 1999

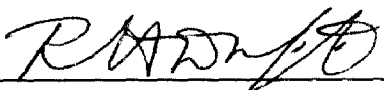
<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>
TRIVIA FREE FOR ALL	2,420,263	January 9, 2001
THE CENTRE FOR THE EASILY AMUSED	2,384,992	September 12, 2000
BINGO BLITZ	2,392,886	October 10, 2000
MENTAL STATE	2,387,239	September 19, 2000
UPROAR YOUR ONLINE GAME SHOW NETWORK	2,384,991	September 12, 2000
UPROAR	2,280,473	September 28, 1999

WHEREAS, Uproar Inc., a Delaware corporation located at 240 West 35th Street, New York, New York 10001, is desirous of acquiring said trademarks and the applications and registrations 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. (NY Corp) 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 goodwill of the business connected with the use of and symbolized by the said trademarks, and the above-identified applications and registrations 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

HDKNY/123688/v#1

RECORDED: 07/02/2001

TRADEMARK
REEL: 002326 FRAME: 0946