

12/20/01

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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RECC TI

U.S. DEPARTMENT OF COMMERCE U.S. 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): Humongous Entertainment, Inc. [ ] Individual(s) [ ] Association [ ] General Partnership [ ] Limited Partnership [X] Corporation-State [ ] Other Additional name(s) of conveying party(ies) attached? [ ] Yes [X] No

2. Name and address of receiving party(ies) Name: Infogrames, Inc. Internal Address: Street Address: 417 5th Avenue City: NY State: NY Zip: 10016 [ ] Individual(s) citizenship [ ] Association [ ] General Partnership [ ] Limited Partnership [X] Corporation-State Delaware [ ] Other If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [X] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [ ] Yes [X] No

3. Nature of conveyance: [ ] Assignment [X] Merger [ ] Security Agreement [ ] Change of Name [ ] Other Execution Date: December 29, 2000

4. Application number(s) or registration number(s): SEE ATTACHED SHEET. A. Trademark Application No.(s) SEE ATTACHED SHEET. Additional number(s) attached [X] Yes [ ] No

B. Trademark Registration No.(s) SEE ATTACHED SHEET.

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Doreen Small, Esq. Internal Address: 12/31/2001 6TOM11 00000232 500741 2219633 01 FC481 40.00 CH 02 FC482 325.00 CH Street Address: Infogrames, Inc. 417 5th Avenue NY, NY 10016 City: NY State: NY Zip: 10016

6. Total number of applications and registrations involved: 74 7. Total fee (37 CFR 3.41): \$ 365.00 [ ] Enclosed [X] Authorized to be charged to deposit account 8. Deposit account number: 500741 (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. Doreen Small, Esq. Name of Person Signing [Signature] Signature 12/18/01 Date [7] Total number of pages including cover sheet, attachments, and document:

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

TRADEMARK REEL: 002415 FRAME: 0103

# Recordation Form Cover Sheet Trademarks Only

Section 4 continued:

## Registration Numbers

<u>Registration Numbers</u>	<u>Mark</u>
2219633	CAVEDOG LOGO
2219494	CAVEDOG
2136279	TOTAL ANNIHILATION
2234694	TOTAL ANNIHILATION
2216834	JUNIOR FIELD TRIPS
2216833	JUNIOR FIELD TRIPS
2071719	HUMONGOUS ENTERTAINMENT
2071712	HUMONGOUS ENTERTAINMENT
2179014	JUNIOR ARCADE
2141413	JUNIOR ARCADE
2152867	PAJAMA SAM
2149679	PAJAMA SAM
2026486	FREDDI FISH AND THE CASE OF THE MISSING KELP SEEDS

## Application Numbers

<u>Application Numbers</u>	<u>Mark</u>
76221919	SPY FOX

State of Delaware  
Office of the Secretary of State

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PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"HUMONGOUS ENTERTAINMENT, INC.", A WASHINGTON CORPORATION,  
"SINGLETRAC ENTERTAINMENT TECHNOLOGIES, INC.", A DELAWARE CORPORATION,

"SWAN ACQUISITION CORP.", A DELAWARE CORPORATION,

"WIZARDWORKS GROUP, INC.", A MINNESOTA CORPORATION,

WITH AND INTO "INFOGRAMES, INC." UNDER THE NAME OF "INFOGRAMES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2000, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*

Secretary of State

2308286 8100M

AUTHENTICATION: 0902015

010001637

DATE: 01-08-01

TRADEMARK

REEL: 002415 FRAME: 0105

**CERTIFICATE OF OWNERSHIP AND MERGER**  
Merging  
**HUMONGOUS ENTERTAINMENT, INC.**  
a Washington corporation,  
**SINGLETRAC ENTERTAINMENT TECHNOLOGIES, INC.**  
a Delaware corporation,  
**SWAN ACQUISITION CORP.**  
a Delaware corporation,  
and  
**WIZARDWORKS GROUP, INC.**  
a Minnesota corporation,  
Into  
**INFOGRAMES, INC.**  
a Delaware corporation

Pursuant to Section 253 of the  
General Corporation Law of Delaware

Denis Guyennot and David J. Fremed certify that:

1. They are the duly elected and qualified President and Chief Financial Officer, respectively, of Infogrames, Inc., a Delaware corporation (the "Company").
2. The Company owns all the issued and outstanding shares of stock of each of Humongous Entertainment, Inc., a Washington corporation, SingleTrac Entertainment Technologies, Inc., a Delaware corporation, Swan Acquisition Corp., a Delaware corporation, and, WizardWorks Group, Inc., a Minnesota corporation, (collectively, the "Subsidiaries").
3. The Board of Directors of the Company has duly adopted the following resolutions as of November 3, 2000:

WHEREAS, Infogrames, Inc. (the "Company") owns all the issued and outstanding shares of stock of each of Humongous Entertainment, Inc., a Washington corporation, SingleTrac Entertainment Technologies, Inc., a Delaware corporation, Swan Acquisition Corp., a Delaware corporation, Swan Acquisition Corp., a Delaware corporation, and WizardWorks Group, Inc., a Minnesota corporation (collectively, the "Subsidiaries"); and

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 12/29/2000  
010001637 - 2308286

**TRADEMARK**

**REEL: 002415 FRAME: 0106**

WHEREAS, pursuant to Section 253 of the General Corporation Law of Delaware, the Company desires to merge (the "Mergers") each of the Subsidiaries with and into itself, to be possessed of all the estate, property, rights, privileges and franchises of each of the Subsidiaries and to assume all their respective liabilities and obligations, including, without limitation, tax liabilities and liabilities and obligations to their customers, with the Company being the surviving corporation in each of the Mergers;

NOW, THEREFORE, BE IT RESOLVED, that the Company merge each of the Subsidiaries with and into itself and that, pursuant to the Mergers, the Company take possession of all the estate, property, rights, privileges and franchises of each of the Subsidiaries and assume all their respective liabilities and obligations, including, without limitation, tax liabilities and all liabilities and obligations to their respective customers; and

RESOLVED FURTHER, that the proper officers of the Company, including, but not limited to, the President, Chief Financial Officer or any Vice President be, and each of them hereby is, authorized and directed to execute a Certificate of Ownership and Merger with the Secretary of State of Delaware, Articles of Merger with each of the Secretaries of State Minnesota and Washington and other documents, including any documents necessary to assume the tax liability of the Subsidiaries and to do all acts and things whatsoever, either within or without the State of Delaware, including filing or causing to be filed the Certificate of Ownership and Merger, the Certificate of Ownership, the Articles of Merger and such assumption of tax liability documents with each of the Secretaries of State of Delaware, California, Minnesota or Washington or the appropriate state agencies, as the case may be, which may in any way be necessary or proper in order to effect the Mergers.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Ownership and Merger as of this 21 day of December 2000.

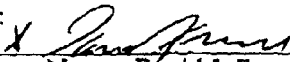
INFOGRAMES, INC.

By:



Name: Denis Guyennot  
Title: President

By:



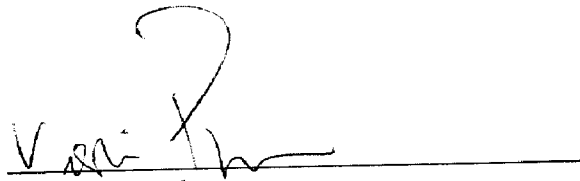
Name: David J. Fremed  
Title: Chief Financial Officer

# DECLARATION

I have seen the original Certificate of Ownership and Merger Merging Humongous Entertainment, Inc. into Infogrames, Inc. as certified by the Secretary of the State of Delaware and the attached photocopy has been made from such document.

Date this 20<sup>th</sup> day of December, 2001.

Signature:

A handwritten signature in black ink, appearing to read 'Leslie Park', written over a horizontal line.

Leslie Park  
Counsel for  
Infogrames, Inc.