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To the Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of Conveying party(ies): Sega Enterprises, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> California Corporation <input type="checkbox"/> Other</p> <p style="text-align: right; font-size: 1.5em; margin-right: 50px;"><i>2.12.02</i></p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: Kabushiki Kaisha Sega, dba Sega Corporation Street Address: 2-12, Haneda 1-Chome Ohta-ku Tokyo 144-8531 Japan</p> <p><input type="checkbox"/> Individual(s) citizenship: _____ <input type="checkbox"/> Association: _____ <input type="checkbox"/> General Partnership: _____ <input type="checkbox"/> Limited Partnership: _____ <input checked="" type="checkbox"/> Corporation: _____ Japan <input type="checkbox"/> Other: _____</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: December 13, 2001</p>	<p>6. Total number of applications and trademark registrations involved: 3</p> <p>7. Total fee (37 C.F.R. § 3.41): \$90</p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account, referencing Attorney Docket: [DOCKET NUMBER]</p> <p>8. Deposit account number: <u>02-3950</u></p>
<p>4. Application number(s) or registration number(s):</p> <p>Registration No.(s) <u>1804622</u>, 1684528 and 1673545</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Leslie C. McKnew, Esq. Brobeck, Phleger & Harrison LLP Spear Street Tower One Market San Francisco, CA 94105</p>	
<p>DO NOT USE THIS SPACE</p>	
<p>9. Statement and Signature.</p> <p>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.</p> <p>Name: Leslie C. McKnew <u><i>Leslie C. McKnew</i></u> <u>12/20/01</u> Signature Date</p>	
<p>Total number of pages comprising cover sheet, attachment and document: 2</p>	
<p>Mail documents to be recorded with required cover sheet information to: Commissioner of Patents and Trademarks Box Assignments Washington, D.C. 20231</p>	

02/28/2002 6TON11 00000014 1804622

01 FC:481 40.00 OP
02 FC:482 50.00 OP

TRADEMARK ASSIGNMENT

This Trademark Assignment ("Assignment") is effective as of the 13 day of December, 2001, by and between Sega Enterprises, Inc., a California corporation, 650 Townsend Street, Suite 650, San Francisco, California 94103-4908 (hereinafter referred to as "Assignor"), and Kabushiki Kaisha Sega, dba Sega Corporation, a Japanese corporation, 2-12, Haneda 1-Chome Ohta-ku , Tokyo 144-8531, Japan (hereinafter referred to as "Assignee").

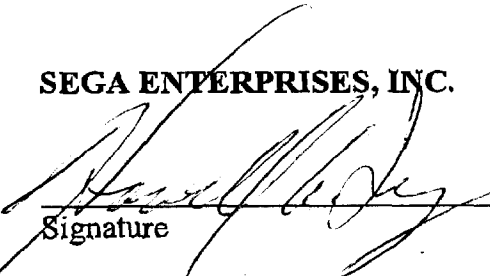
WHEREAS, Assignor owns the trademarks VIRTUA RACING (U.S. Registration No. 1804622), G-LOC (U.S. Registration No. 1684528) and R360 (U.S. Registration No. 1673545) and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights and the right to recover for past infringement worldwide (hereinafter collectively referred to as the "Trademarks");

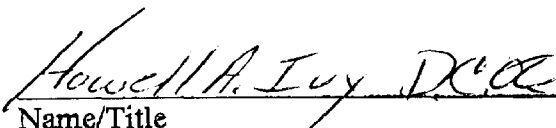
WHEREAS, Assignee is desirous of acquiring all rights, title and interest in and to the Trademarks worldwide;

WHEREAS, Assignor is willing to assign to Assignee all rights, title and interest as Assignor may possess in and to the Trademarks worldwide; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor confirms that it assigns to Assignee all rights, title and interest, as Assignor may possess, in and to the Trademarks worldwide, together with the goodwill symbolized by said Trademarks and the above-identified Registrations thereof. This assignment includes the right to sue and recover damages for past and future infringements of Assignor's rights in the Trademarks and to bring any proceeding in the United States Patent and Trademark Office or any equivalent agency in any other country for cancellation or opposition or other proceeding in connection with said Trademarks. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignor had this assignment not been made.

SEGA ENTERPRISES, INC.


Signature
13 Dec 01


Name/Title