

04-15-2002

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

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



Tab settings

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

1. Name of conveying party(ies): Outrage Entertainment, Inc. 4-1-02
[] 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: THQ Inc.
Internal Address:
Street Address: 27001 Agoura Road, Suite 325
City: Calabasas Hills State: CA Zip: 91301
[] 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:
[X] Assignment [] Merger
[] Security Agreement [] Change of Name
[] Other
Execution Date: March 22, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 2,286,056
Additional number(s) attached [] Yes [X] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: David Anderson, Esq.
Internal Address:
Offner & Anderson, P.C.
Suite 2450
Street Address: 2049 Century Park East
City: Los Angeles State: CA Zip: 90067

6. Total number of applications and registrations involved: 1
7. Total fee (37 CFR 3.41) \$ 40.00
[] Enclosed
[X] Authorized to be charged to deposit account
8. Deposit account number: 500775

DO NOT USE THIS SPACE

9. Signature: David Anderson, Esq. Signature: [Handwritten Signature] Date: March 25, 2002

Total number of pages including cover sheet, attachments, and document: 4

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

04/12/2002 DBYRNE 00000116 500775 2286056 01 FC:481 40.00 CH

TRADEMARK REEL: 002482 FRAME: 0580

TRADEMARK ASSIGNMENT

WHEREAS, Outrage Entertainment, Inc., ("OUTRAGE"), a Delaware corporation, having its principal place of business at 330 East Liberty Street, Ann Arbor, MI 48104, has adopted, used and is the owner of all right, title and interest in and to the trademark (the "Trademark") and the registration thereof in the United States Patent and Trademark Office listed in Schedule A attached hereto, and the goodwill of the business symbolized by said trademark;

WHEREAS, THQ Inc. ("THQ"), a Delaware corporation, having its principal place of business at 27001 Agoura Road, Suite 325, Calabasas Hills, CA 91301 is desirous of acquiring all of OUTRAGE's rights, title and interest in and to the Trademark, including but not limited to any registrations, pending applications, and any common law or other unregistered rights in the Trademark, together with the goodwill of the business symbolized by the Trademark;

WHEREAS, OUTRAGE, THQ, and Matthew A. Toschlog, an individual, have entered into that certain Asset Purchase Agreement, dated as of March 22, 2002 (the "Purchase Agreement") and this Trademark Assignment is subject to the terms of the Purchase Agreement;

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, OUTRAGE hereby assigns unto THQ all right, title and interest in and to the Trademark, including any trademark registrations, pending applications, and any common law or other unregistered rights in the Trademark, and the goodwill of the business symbolized by the Trademark, together with any existing rights of action for infringement of the Trademark.

In order to give full force and effect to the assignment granted herein, OUTRAGE further agrees to cooperate with THQ in obtaining and executing formal U.S. Trademark Office assignment recordal documents in a form acceptable to THQ with respect to the Trademark, the registration number of which is listed in Schedule A attached hereto.

[signature page follows]

PROJECT FURY
TRADEMARK ASSIGNMENT

Date: March 22, 2002

OUTRAGE ENTERTAINMENT, INC.

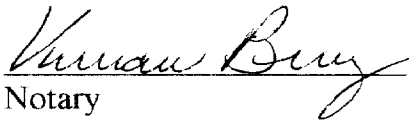
a Delaware corporation



Matthew A. Toschlog
President

Attested By:

[NOTARY SEAL]


Notary

VIVIAN BROSOSKY
Notary Public, Monroe County, MI
My Commission Expires Aug. 16, 2006

PROJECT FURY
TRADEMARK ASSIGNMENT

TRADEMARK
REEL: 002482 FRAME: 0582

SCHEDULE A

TRADEMARK

REGISTRATION NUMBER

OUTRAGE

2,286,056

PROJECT FURY
TRADEMARK ASSIGNMENT

LA1 414703v2

RECORDED: 04/01/2002

**TRADEMARK
REEL: 002482 FRAME: 0583**