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

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

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

1. Name of conveying party(ies):

Midway Home Entertainment Inc.

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

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 13, 2002

2. Name and address of receiving party(ies)

Name: Midway Amusement Games, LLC

Internal

Address:

Street Address: 2704 W. Roscoe St.

City: Chicago State: IL Zip: 60618

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

Other Delaware limited liability co.

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)

B. Trademark Registration No.(s)

2,571,930 2,518,668

Additional number(s) attached Yes No

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

Name: Michael J. Burke, Esq.

Internal Address:

Street Address: 2704 W. Roscoe St.

City: Chicago State: IL Zip: 60618

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41): \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0522

DO NOT USE THIS SPACE

9. Signature.

Michael J. Burke

Name of Person Signing

Michael J. Burke
Signature

September, 2002
Date

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

TRADEMARK
REEL: 002604 FRAME: 0964

07-11-2002



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

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

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

- Nature of conveyance: Assignment Merger Security Agreement Change of Name Other

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2,571,930 2,518,668

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50-0522



06-13-2002

U.S. Patent & TMO/TM Mail Rpt Dt. #73

DO NOT USE THIS SPACE

9. Signature.

Michael J. Burke Name of Person Signing

Signature

June 13, 2002 Date

Total number of pages including cover sheet, attachments, and document: 3

07/10/2002 6TOM11

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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

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TRADEMARK REEL: 002604 FRAME: 0965

ASSIGNMENT OF TRADEMARK RIGHTS

WHEREAS, Midway Home Entertainment Inc. ("Assignor"), a Delaware corporation with its principal place of business at 800 N. Main St., Corsicana, TX 75110, has common law rights in the marks that are the subject of this assignment and is the owner of the trademark registrations set forth in Exhibit 1 and incorporated herein by reference;

WHEREAS, Midway Amusement Games, LLC ("Assignee"), a Delaware limited liability company with its principal place of business at 2704 West Roscoe St., Chicago, IL 60618, is desirous of acquiring said common law rights, registrations and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the marks set forth in Exhibit 1 together with that portion of its business relating to the marks and the goodwill appurtenant thereto.

Signed this 13th day of June, 2002.

MIDWAY HOME ENTERTAINMENT INC.



Deborah K. Fulton
Vice President & Secretary

EXHIBIT 1

TRADEMARK REGISTRATIONS

Trademark	Registration No.	Registration Date
ARCTIC THUNDER	2,571,930	May 21, 2002
ARCTIC THUNDER	2,518,668	December 11, 2001

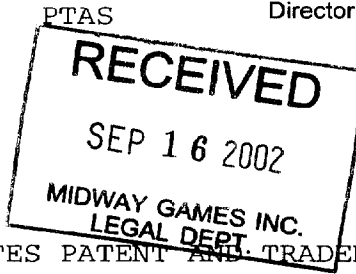


UNITED STATES
PATENT AND
TRADEMARK OFFICE

SEPTEMBER 09, 2002

MICHAEL J. BURKE, ESQ.
2704 W. ROSCOE ST.
CHICAGO, IL 60618

Under Secretary of Commerce For Intellectual Property and
Director of the United States Patent and Trademark Office
Washington, DC 20231
www.uspto.gov



102150977A

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 102150977

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231. IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE, YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723.

1. THE COVER SHEET SUBMITTED FOR RECORDING IS NOT ACCEPTABLE. AN EXECUTION DATE MUST BE INDICATED FOR EACH CONVEYING PARTY.

LAZENA MARTIN, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

TRADEMARK
REEL: 002604 FRAME: 0968



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Direct Dial: (773) 961-2884
Fax: (773) 961-2299
E-mail: mburke@midwaygames.com

June 13, 2002

VIA U.S. EXPRESS MAIL

EL634296354US

U.S. Patent and Trademark Office
BOX ASSIGNMENTS
Crystal Gateway 4, 3rd Floor
1214 Jefferson Davis Highway
Arlington, VA 22202



06-13-2002

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #73

RE: Recordation of Assignment of Trademark Rights from Midway Home Entertainment Inc. to Midway Amusement Games, LLC

Dear Sir/Madam:

Enclosed for recordation is an Assignment of Trademark Rights, together with a recordation cover sheet. The PTO is authorized to charge our Deposit Account No. 50-0522 the \$65.00 fee to cover the recordation fee. If any additional fees are required, please also debit this to our deposit account.

If you have any questions, please contact me.

Regards,

Michael J. Burke
Associate General Counsel

MJB/mhm
Enclosures

4001353

6/13/2002

TRADEMARK
REEL: 002604 FRAME: 0969



Direct Dial: (773) 961-2884
Fax: (773) 961-2299
E-mail: mburke@midwaygames.com

September 23, 2002

VIA U.S. EXPRESS MAIL

EL634296544US

U.S. Patent and Trademark Office
BOX ASSIGNMENTS
Crystal Gateway 4, 3rd Floor
1214 Jefferson Davis Highway
Arlington, VA 22202

RE: Recordation of Assignment of Trademark Rights from Midway Home Entertainment Inc. to Midway Amusement Games, LLC

Dear Sir/Madam:

Thank you for your correspondence of September 9, 2002, advising us that the previously submitted assignment recordation was unacceptable since the execution date had not been indicated (copy attached for your reference).

We have enclosed a new recordation form cover sheet, along with the Assignment of Trademark Rights. The PTO is authorized to charge our Deposit Account No. 50-0522 the \$65.00 fee to cover the recordation fee. If any additional fees are required, please also debit this to our deposit account.

We have also enclosed our previous correspondence to the PTO requesting recordation, and request that the original date of the filing of this assignment be maintained.

If you have any questions, please contact me.

Regards,

A handwritten signature in black ink that reads 'Michael J. Burke'.

Michael J. Burke
Associate General Counsel

MJB/mhm
Enclosures

4001485

RECORDED: 09/24/2002

**TRADEMARK
REEL: 002604 FRAME: 0970**