

12-11-2002



Form PTO-1594  
(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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MARKS ONLY

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):

Infogrames North America, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- 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: March 7, 2002

2. Name and address of receiving party(ies)

Name: Infogrames, Inc.

Internal

Address:

Street Address: 417 Fifth Avenue

City: NY State: NY Zip: 10016

- 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)

B. Trademark Registration No.(s)

2046036 2043493

Additional number(s) attached  Yes  No

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

Name: Doreen Small, Esq.

Internal Address:

12/10/2002 TDI071 00000049 500741 2046036

40.00 CH  
25.00 CH

Street Address: Infogrames, Inc.

417 Fifth Avenue

City: NY State: NY Zip: 10016

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:

500741

25

(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

Name of Person Signing

Doreen Small

Signature

11/22/02

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: 002630 FRAME: 0859

# Delaware

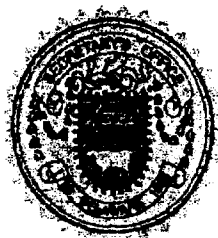
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*The First State*

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 MERGER, WHICH MERGES:

"INFOGRAMES NORTH AMERICA, INC.", A CALIFORNIA 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 SEVENTH DAY OF MARCH, A.D. 2002, AT 3 O'CLOCK P.M.

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



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2308286 8100M

TRADEMARK  
AUTHENTICATION 165924  
REEL: 002630 FRAME: 0860

**CERTIFICATE OF MERGER**

**INFOGRAMES NORTH AMERICA, INC.**

*STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 03:00 PM 03/07/2002  
020156047 - 2308286*

**INTO**

**INFOGRAMES, INC.**

The undersigned corporation

**DOES HEREBY CERTIFY:**

**FIRST:** That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Infogrames North America, Inc. ("INA")	California
Infogrames, Inc. ("Infogrames")	Delaware

**SECOND:** That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 252 of the General Corporation Law of Delaware.

**THIRD:** That the name of the surviving corporation of the merger is **INFOGRAMES, INC.**, a Delaware corporation.

**FOURTH:** That the Certificate of Incorporation of Infogrames, Inc., a Delaware corporation which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.

**FIFTH:** That the executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is 417 Fifth Avenue, New York, New York 10017.

**SIXTH:** That a copy of the Agreement of Merger will be furnished by

the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of each foreign corporation which is a party to the merger is as follows:

<u>CORPORATION</u>	<u>CLASS</u>	<u>NUMBER OF SHARES</u>	<u>PAR VALUE</u>
INA	One	1,000	\$0.01
Infogrames	One	300,000,000	\$0.01

EIGHTH: That this Certificate of Merger shall be effective on October 2, 2000, for accounting purposes only.

**INFOGRAMES, INC.**

By: /s/ Denis Guyennot  
Name: Denis Guyennot  
Title: President, COO and Secretary

Dated: February 27, 2002