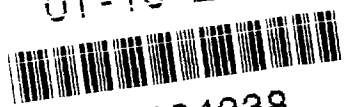




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3. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

<p>1. Name of conveying party(ies):</p> <p>BioWare Corp. <i>12/04/02</i></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"/> Corporation-State Canada <input type="checkbox"/> Other _____</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: <u>CodeBaby Corp.</u> Internal Address: _____ Street Address: <u>2500, 10104-103 Avenue</u> <u>Edmonton, Alberta, Canada T5J 1V3</u> City: _____ State: _____ Zip: _____</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) 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: <u>November 28, 2002</u></p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) <u>76/047565</u></p> <p>B. Trademark Registration No.(s)</p> <p>Additional number(s) 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>Name: <u>Rebecca L. Roby</u> Internal Address: <u>Dorsey & Whitney LLP</u> <u>Suite 400 South</u> Street Address: _____ <u>1001 Pennsylvania Ave., NW</u> City: <u>Washington</u> State: <u>DC</u> Zip: <u>20004</u></p>	<p>6. Total number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41).....\$ <u>40.00</u></p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>04-1425</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>

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.

Rebecca L. Roby *Rebecca L. Roby* Dec. 4, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 2

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

01/09/2003 6TON11 00000114 041425 76047565
01 FC:0521 40.00 CH

TRADEMARK REEL: 002645 FRAME: 0963

TRADEMARK ASSIGNMENT

WHEREAS, BioWare Corp., a Canadian corporation having its principle place of business at 302, 10508 82 Ave., Edmonton, Alberta, Canada T6E-6H2, has intended to use the mark CODEBABY in commerce and has filed an application, now assigned Serial No. 76/047565, indicating that intention, but has not yet filed an allegation of use under §§ 1(c) or 1(d) of The Trademark Act, and

WHEREAS, Applicant is assigning the mark in the above-identified application as part of the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. § 1060; and

WHEREAS, CodeBaby Corp., of 2500, 10104-103 Avenue, Edmonton, Alberta, Canada T5J 1V3, the successor of the ongoing and existing business or portion thereof of BioWare Corp. to which the mark pertains, is desirous of acquiring said trademark and the pending intent-to-use application therefore;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said BioWare Corp. does hereby assign to said CodeBaby Corp. all right, title and interest in and to the trademark CODEBABY and the goodwill of the business symbolized thereby.

Signed at Edmonton, this 28th day of November, 2002

BIOWARE CORP.

By: 

Name: Greg Zeschuk

Title: Joint Chief Executive Officer

On this 28th day of November, 2002, personally appeared Greg Zeschuk, to me known and known to me to be a Joint Chief Executive Officer of BioWare Corp., the assignor above named, and acknowledged that he executed the foregoing Assignment on behalf of said Assignor and pursuant to authority duly received.


Notary Public

NORBERT P. BRODA
BARRISTER & SOLICITOR