

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
------------------	----------------

NATURE OF CONVEYANCE:	CHANGE OF NAME
-----------------------	----------------

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sierra On-Line, Inc.		11/07/2001	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Sierra Entertainment, Inc.
Street Address:	3060 139th Street SE
City:	Bellevue
State/Country:	WASHINGTON
Postal Code:	98005
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number
Serial Number:	75539041

CORRESPONDENCE DATA

Fax Number: (310)431-2430
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: stacey.gordon@vugames.com
 Correspondent Name: Rod A. Rigole
 Address Line 1: 6080 Center Drive
 Address Line 2: 10th Floor
 Address Line 4: Los Angeles, CALIFORNIA 90045

ATTORNEY DOCKET NUMBER:	SIERRA
-------------------------	--------

NAME OF SUBMITTER:	Rod A. Rigole
--------------------	---------------

Total Attachments: 3

90000270

**TRADEMARK
 REEL: 002649 FRAME: 0874**

CH \$40.00 75539041

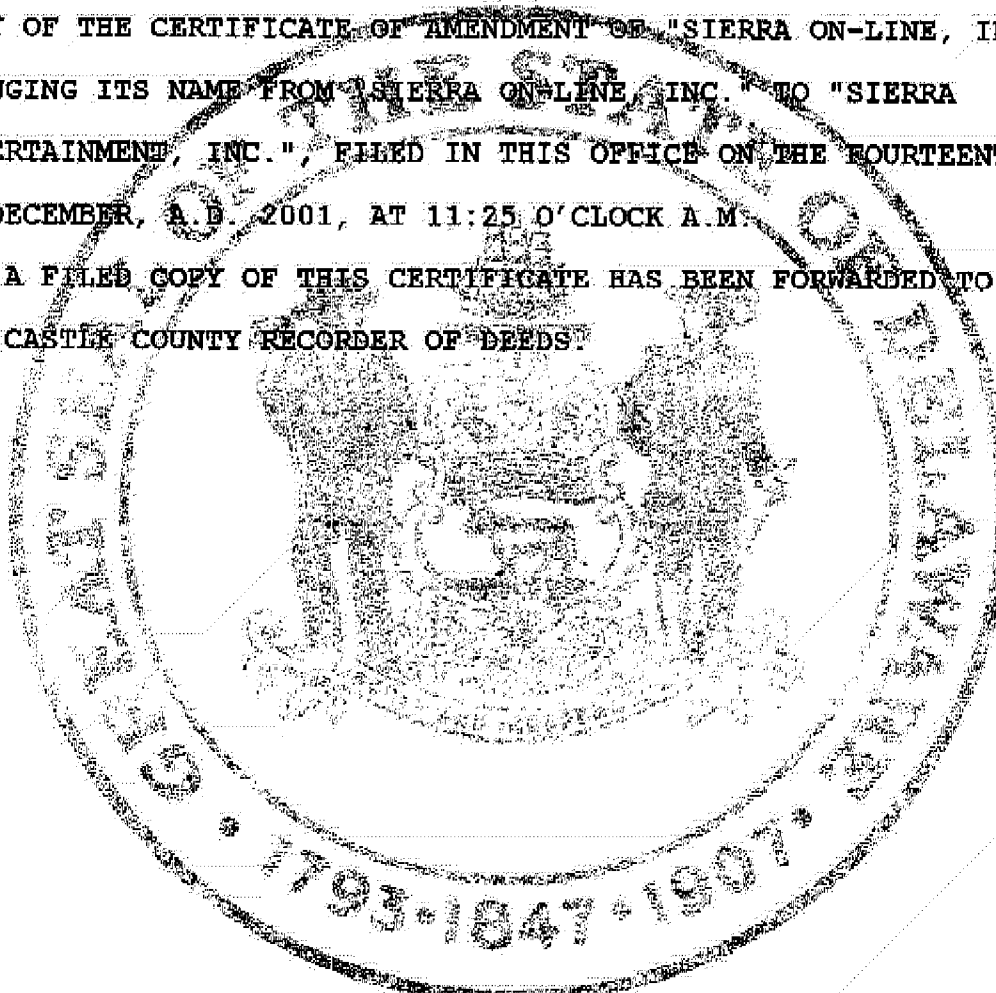
source=Sierra On-Line to Entertainment1.tif
source=Sierra On-Line to Entertainment2.tif
source=Sierra On-Line to Entertainment3.tif

State of Delaware
Office of the Secretary of State

PAGE 1

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 AMENDMENT OF "SIERRA ON-LINE, INC.", CHANGING ITS NAME FROM "SIERRA ON-LINE, INC." TO "SIERRA ENTERTAINMENT, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF DECEMBER, A.D. 2001, AT 11:25 O'CLOCK A.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

AUTHENTICATION: 1512604

DATE: 12-18-01

2140576 8100

010650833

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
SIERRA ON-LINE, INC.**

Sierra On-Line, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: That by unanimous written consent of the members of the board of directors of the Corporation, resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of the Corporation and declaring said amendment to be advisable. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Corporation's Certificate of Incorporation be amended in accordance with Section 242 of the General Corporation Law of the State of Delaware to change the name of the Corporation to "Sierra Entertainment, Inc."

SECOND: That Article 1 of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

"1. The name of the Corporation is Sierra Entertainment, Inc."

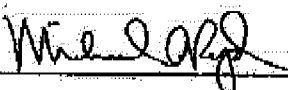
THIRD: That in lieu of a meeting and vote of stockholders, the sole stockholder of the Corporation has given its written consent to said amendments and said amendments was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

[SIGNATURE PAGE FOLLOWS]


STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:25 AM 12/14/2001
010650833 - 2140576

[SIGNATURE PAGE TO
CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
SIERRA ON-LINE, INC.]

IN WITNESS WHEREOF, Sierra On-Line, Inc. has caused this certificate to be
signed by its President, and attested by its Assistant Secretary, this 7th day of November
2001.

By: 
Michael Ryder, President

ATTEST:

By: 
Eric Roeder, Assistant Secretary