

06-13-2003

Form PTO-1594 (Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

Tab settings

RECORDED TR.



102472483

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, Inc.

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

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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: May 6, 2003

2. Name and address of receiving party(ies)

Name: Atari, Inc.

Internal Address:

Address:

Street Address: 417 Fifth Ave.

City: New York State: NY Zip: 10016

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2071712; 2071719

Additional number(s) attached Yes No

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

Name: Doreen Small

Internal Address:

Street Address: Atari, Inc.

417 Fifth Ave.

City: New York 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

FINANCE SECTION 2003 JUN 11 AM 8:02

9. Signature

Doreen Small

Name of Person Signing

Signature

June 10, 2003

Date

Total number of pages including cover sheet, attachments, and document: 5

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

TRADEMARK REEL: 002753 FRAME: 0344

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 06:14 PM 04/30/2003  
FILED 05:46 PM 04/30/2003  
SRV 030261984 - 2308286 FILE

STATE OF DELAWARE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

ATARI, INC.

WITH AND INTO

INFOGRAMES, INC.

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Pursuant to Section 253 of the  
Delaware General Corporation Law

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**INFOGRAMES, INC.**, a Delaware corporation (the "Company"), does hereby certify to the following facts relating to the merger (the "Merger") of **ATARI, INC.**, a Delaware corporation (the "Subsidiary"), with and into the Company, with the Company remaining as the surviving corporation:

**FIRST:** The Company is incorporated pursuant to the Delaware General Corporation Law (the "DGCL"). The Subsidiary is incorporated pursuant to the DGCL.

**SECOND:** The Company is the record and beneficial owner of all of the outstanding shares of each class of capital stock of the Subsidiary.

**THIRD:** The Board of Directors of the Company, by the following resolutions duly adopted on April 29, 2003, determined to merge the Subsidiary with and into the Company pursuant to Section 253 of the DGCL.

**WHEREAS**, the Company has formed and owns all of the outstanding shares of the capital stock of Atari, Inc. ("Subsidiary").

**WHEREAS**, the Board of Directors of the Company has deemed it advisable that the Subsidiary be merged with and into the Company pursuant to Section 253 of the Delaware General Corporation Law (the "DGCL").

**NOW, THEREFORE**, the undersigned hereby declare that the actions set forth in the following resolutions shall be, and hereby are, authorized, ratified, confirmed and approved in all respects.

**RESOLVED**, that the Subsidiary be merged with and into the Company (the "Merger"); and it is further

**RESOLVED**, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of

common stock of the Company shall remain unchanged and continue to remain outstanding as one share of common stock of the Company, held by the person who was the holder of such share of common stock of the Company immediately prior to the Merger, and it is further

**RESOLVED**, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of the Subsidiary shall be canceled and no consideration shall be issued in respect thereof; and it is further

**RESOLVED**, that pursuant to Section 253(b) of the DGCL, at the effective time of the Merger, the name of the Company shall be changed to "Atari, Inc." by deleting Article First of the Amended and Restated Certificate of Incorporation of the Company and inserting in lieu thereof a new Article First to read as follows:

**"FIRST:** The name of the corporation is Atari, Inc."

**RESOLVED**, that the officers of the Company be, and they hereby are, authorized and directed, in the name and on behalf of the Company to execute and deliver (or cause to be executed and delivered), acknowledge, file and record, as appropriate, all such instruments, agreements, certificates, consents, waivers or other documents, to pay all such fees, expenses and taxes, to do and perform (or cause to be done and performed) all such acts and things, and to take all such further actions, as shall be necessary or advisable to carry out the intent of the foregoing resolutions.

**RESOLVED**, that the Company is authorized and directed to take any and all actions and to execute and deliver such other documents, approvals, consents and instruments as may be necessary or appropriate to implement any of the foregoing resolutions.

**FOURTH:** The Company shall be the surviving corporation of the Merger. The name of the surviving corporation shall be amended in the Merger to be "Atari, Inc."

**FIFTH:** The Amended and Restated Certificate of Incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be amended by deleting Article First and inserting in lieu thereof a new Article First to read **"FIRST:** The name of the corporation is "Atari, Inc.", and, as so amended, shall be the Amended and Restated Certificate of Incorporation of the surviving corporation.

**SIXTH:** This Certificate of Ownership and Merger shall be effective on May 6, 2003.

**IN WITNESS WHEREOF**, said the Company has caused its corporate seal to be affixed and this Certificate of Ownership and Merger to be signed by its duly authorized officer on this 30<sup>th</sup> day of April, 2003.

By: /s/ Denis Guyennot

Name: Denis Guyennot

Title: President, Chief Operating Officer and Secretary



**Atari, Inc.**  
 417 Fifth Avenue  
 New York, NY 10016  
 tel: 212.726.6500  
 fax: 212.252.8603  
 www.atari.com

June 10, 2003

**VIA U.S. EXPRESS MAIL**

Commissioner of Patent & Trademarks  
 Box Assignments  
 Washington, D.C. 20231

**Registrant:** Atari, Inc.  
**Mark:** HUMONGOUS ENTERTAINMENT  
**Registration No.:** 2071712  
**Registration Date:** June 17, 1997

**Registrant:** Atari, Inc.  
**Mark:** HUMONGOUS ENTERTAINMENT  
**Registration No.:** 2071719  
**Registration Date:** June 17, 1997

To Whom It May Concern:

Enclosed please find the Recordation Form with attached documents, showing the transfer of these registrations from Infogrames, Inc. to Atari, Inc., and an express mail certificate.

A filing fee in the amount of \$65 for these assignments should be charged to Deposit Account No. 50-0741. Any additional fees required should be charged to the same account. A duplicate of this sheet is attached hereto.

Respectfully submitted,

*James Conner*  
 James Conner

Enclosures

**EXPRESS MAIL CERTIFICATE**

Date: June 10, 2003

LABEL NO.: EI827805065US

I hereby certify that, on the date indicated above, I deposited this paper or fee with the U.S. Postal Service and that it was addressed for delivery to the Commissioner of Patent & Trademarks, Box Assignments, Washington, D.C. 20231 by "Express Mail Post Office to Addressee" service.

*James J. Conner*  
 James J. Conner



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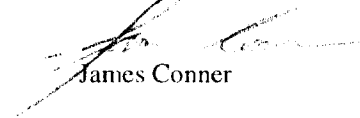
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 James Conner

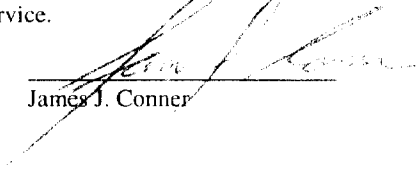
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 James J. Conner

# Delaware

PAGE 1

*The First State*

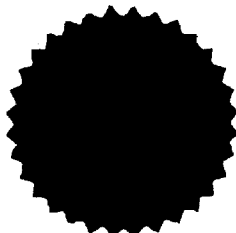
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"ATARI, INC.", A DELAWARE CORPORATION,

WITH AND INTO "INFOGRAMES, INC." UNDER THE NAME OF "ATARI, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF APRIL, A.D. 2003, AT 5:46 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE SIXTH DAY OF MAY, A.D. 2003.

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  
RECORDED: 06/10/2003

AUTHENTICATION: 23 TRADEMARK  
REEL: 002753 FRAME: 0350