

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | |
|------------------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--------------------------------|----------|----------------|-----------------------|
| Atari, Inc. | | 02/22/2005 | CORPORATION: DELAWARE |
| Infogrames Entertainment, S.A. | | 02/22/2005 | CORPORATION: DELAWARE |
| Atari Interactive, Inc. | | 02/22/2005 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|-------------------------------------|
| Name: | Take-Two Interactive Software, Inc. |
| Street Address: | 622 Broadway |
| City: | New York |
| State/Country: | NEW YORK |
| Postal Code: | 10012 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 10

| Property Type | Number | Word Mark |
|----------------------|---------|---------------------------|
| Registration Number: | 2279797 | CIV |
| Registration Number: | 2296497 | CIV II |
| Registration Number: | 2290884 | CIV II FANTASTIC WORLDS |
| Registration Number: | 1729552 | CIVILIZATION |
| Registration Number: | 1784913 | SID MEIER'S CIVILIZATION |
| Registration Number: | 1986939 | X-COM |
| Registration Number: | 2258539 | X-COM APOCALYPSE |
| Registration Number: | 2358309 | X-COM INTERCEPTOR |
| Registration Number: | 2058007 | XCOM TERROR FROM THE DEEP |
| Registration Number: | 1979573 | X-COM UFO DEFENSE |

CORRESPONDENCE DATA

Fax Number: (212)801-6400

**TRADEMARK
 REEL: 003102 FRAME: 0242**

CH \$265.00 2279797

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-801-9200
Email: lucasa@gtlaw.com
Correspondent Name: Greenberg Traurig, LLP
Address Line 1: 200 Park Avenue
Address Line 2: Met Life Building
Address Line 4: New York, NEW YORK 10166

| | |
|--------------------|---------------|
| NAME OF SUBMITTER: | Allison Lucas |
| Signature: | /al/ |
| Date: | 06/12/2005 |

Total Attachments: 2
source=Assignment of Trademarks#page1.tif
source=Assignment of Trademarks#page2.tif

ASSIGNMENT OF TRADEMARKS

Pursuant to that Purchase Agreement by and between Take-Two Interactive Software, Inc., and Atari Interactive, Inc., Atari, Inc., and Infogrames Entertainment, SA, entered into as of November 3, 2004, Atari Interactive, Inc. ("Seller"), a Delaware corporation, having an office at 50 Dunham Road, Beverly, Massachusetts 01915, has adopted and used in the United States and elsewhere the trademarks and trade names listed on Schedule I (the "Marks"):

Take-Two Interactive Software, Inc. ("Buyer"), a Delaware corporation, doing business at 622 Broadway, New York, New York, wishes to acquire the Marks and the goodwill associated with the Marks throughout the world.

In return for good and valuable consideration, receipt of which is hereby acknowledged, Seller does hereby assign unto Buyer all of its right, title and interest in and to the Marks and associated goodwill throughout the world.

Dated: February 22, 2005

ATARI INTERACTIVE, INC.

By: 

Name: Lisa S. Rothblum

Title: Secretary

ATARI, INC.

By: 

Name: Lisa S. Rothblum

Title: Executive Vice President, Administration
and Operations

INFOGRAMES ENTERTAINMENT SA

By: 

Title: 

TRADEMARK

REEL: 003102 FRAME: 0244

SCHEDULE I

Trademarks

| Date | Registration Date | Status |
|------|-------------------|--------|
|------|-------------------|--------|

| Trademark | Territory | Class | Application Number | Registration Number |
|---------------------------|--------------------|---------------|--------------------|---------------------|
| CIV | Brazil | 28 | | 820242888 |
| CIV | Canada | | | TMA550733 |
| CIV | European Community | 9, 16, 28 | | 600254 |
| CIV | Germany | 9, 16, 28, 41 | | 39751880 |
| CIV | United Kingdom | 9 | | 2142567 |
| CIV | United States | 9 | | 2279797 |
| CIV II | United States | 9 | | 2296497 |
| CIV II FANTASTIC WORLDS | United States | 9 | | 2290884 |
| CIVILIZATION | Brazil | 16 | 820242861 | |
| CIVILIZATION | Brazil | 9 | 820242870 | |
| CIVILIZATION | Brazil | 28 | | 820242853 |
| CIVILIZATION | Canada | | | TMA554486 |
| CIVILIZATION | European Community | 9, 16, 28 | | 546754 |
| CIVILIZATION | Germany | 9, 16, 28 | | 39756604 |
| CIVILIZATION | United Kingdom | 9 | | 2142566 |
| CIVILIZATION | United States | 28 | | 1729552 |
| SID MEIER'S CIVILIZATION | United States | 28 | | 1784913 |
| XCOM | United Kingdom | 9 | | 1586636 |
| X-COM | United States | 28 | | 1986939 |
| X-COM ALLIANCE | European Community | 9, 16, 42 | | 1122050 |
| X-COM ALLIANCE | United Kingdom | 9 | | 2193157 |
| X-COM APOCALYPSE | Benelux | 9, 16 | | 606900 |
| X-COM APOCALYPSE | United States | 9 | | 2258539 |
| X-COM INTERCEPTOR | United States | 9 | | 2358309 |
| XCOM TERROR FROM THE DEEP | United States | 28 | | 2058007 |
| X-COM UFO DEFENSE | United States | 28 | | 1979573 |

TRADEMARK

RECORDED: 06/12/2005

REEL: 003102 FRAME: 0245