

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
EFFECTIVE DATE:	08/01/2006		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Poptop Software, Inc.		08/01/2006	CORPORATION:
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:		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	75489582	RAILROAD TYCOON	
CORRESPONDENCE DATA			
Fax Number:	(212)801-6400		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	212 801 9200		
Email:	elingsr@gtlaw.com		
Correspondent Name:	G. Roxanne Ellings		
Address Line 1:	200 Park Avenue		
Address Line 4:	New York, NEW YORK 10166		
ATTORNEY DOCKET NUMBER:	21995.010200		
NAME OF SUBMITTER:	Anna Dalla Val		
Signature:	/annadallaval/		

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REEL: 003413 FRAME: 0221

Date:

10/20/2006

Total Attachments: 1

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TRADEMARK ASSIGNMENT

WHEREAS, Poptop Software, Inc., a Missouri corporation with its principal place of business at 1714 Gilsinn Drive, Fenton Missouri, 63026 ("Assignor"), is the sole owner of all right, title, and interest in and to trademark Application No. 75489582 for RAILROAD TYCOON (the "Trademarks");

WHEREAS, Take-Two Interactive Software, Inc., a Delaware corporation with its principal place of business located at 622 Broadway, New York New York, 10012 ("Assignee"), is acquiring all rights, titles, and interests in and to the Trademarks and all of the goodwill associated with the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign unto the Assignee its entire rights, titles and interests in and to the Trademarks, together with that part of the goodwill of the business connected with and symbolized by the Trademarks and the right to sue and recover damages and profits for third-party infringements, if any.

1st IN WITNESS WHEREOF, Assignor has caused this instrument to be executed this day of August 2006.

Poptop Software, Inc.

By: 

Name: DAVID ISMAIER

Title: SVP of Publishing

Take-Two Interactive Software, Inc.

By: 

Name: DAVID ISMAIER

Title: SVP of Publishing