TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A., as Administrative Agent		11/20/2006	Association:

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: 121

Property Type	Number	Word Mark
Registration Number:	1556976	ACCESS SOFTWARE INCORPORATED
Registration Number:	2570448	AMPED
Registration Number:	2339736	ARMY MEN
Registration Number:	2380514	ARMY MEN
Registration Number:	2511288	ARMY MEN AIR ATTACK
Registration Number:	2279797	CIV
Registration Number:	2296497	CIV II
Registration Number:	2290884	CIV II FANTASTIC WORLDS
Registration Number:	1729552	CIVILIZATION
Registration Number:	3093561	GATHERING
Registration Number:	2470068	GATHERING OF DEVELOPERS
Registration Number:	2366976	GATHERING OF DEVELOPERS
Registration Number:	2430283	GATHERING OF DEVELOPERS

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Registration Number:	2394017	GATHERING OF DEVELOPER
Registration Number:	2366964	GATHERING OF DEVELOPERS
Registration Number:	2470061	GATHERING OF DEVELOPERS
Registration Number:	2517907	GENERAL PLASTRO
Registration Number:	3057066	GLOBAL STAR SOFTWARE
Registration Number:	2944363	GOTHAM GAMES
Registration Number:	2148765	GRAND THEFT AUTO
Registration Number:	2755932	GRAND THEFT AUTO III
Registration Number:	2909548	GRAND THEFT AUTO VICE CITY
Registration Number:	2993273	GRAND THEFT AUTO: SAN ANDREAS
Registration Number:	3033531	GS GLOBAL STAR SOFTWARE
Registration Number:	2465225	HIDDEN & DANGEROUS
Registration Number:	2587866	JACK OF ALL GAMES
Registration Number:	2591046	JACK OF ALL GAMES
Registration Number:	2860469	JOYTECH USA
Registration Number:	1528437	LEADER BOARD
Registration Number:	2800098	LIBERTY CITY, USA.
Registration Number:	2802106	LIBERTY CITY, USA. THE WORST PLACE IN AMERICA.
Registration Number:	2394733	LINKS
Registration Number:	2489902	LINKS EXTREME
Registration Number:	2960779	LUXURY LINER TYCOON
Registration Number:	3064101	MANHUNT
Registration Number:	2967478	MAX PAYNE
Registration Number:	2679975	MAX PAYNE
Registration Number:	2962851	MIDNIGHT CLUB
Registration Number:	3092859	MIDNIGHT CLUB 3
Registration Number:	2189992	MYTH, THE FALLEN LORDS
Registration Number:	2476204	ONI
Registration Number:	2750888	PORTAL RUNNER
Registration Number:	2391635	R
Registration Number:	2855543	R ROCKSTAR GAMES
Registration Number:	2328384	REAL COMBAT. PLASTIC MEN.
Registration Number:	2365786	REAL COMBAT. PLASTIC MEN.
Registration Number:	3036636	RED DEAD REVOLVER
Registration Number:	2456387	ROCKSTAR GAMES

Registration Number:	2476738	SARGE'S HEROES
Registration Number:	3091214	SCALER
Registration Number:	1784913	SID MEIER'S CIVILIZATION
Registration Number:	2227025	SPACE STATION SILICON VALLEY
Registration Number:	2377054	SPEC OPS
Registration Number:	3075174	T2 TAKE TWO
Registration Number:	3147137	T2 TAKE TWO INTERACTIVE
Registration Number:	2280508	TALONSOFT'S EAST FRONT
Registration Number:	2465224	TALONSOFT'S WEST FRONT
Registration Number:	2304007	TEX MURPHY
Registration Number:	2395927	THE OPERATIONAL ART OF WAR
Registration Number:	2566033	VIKKI GRIMM
Registration Number:	1536516	WORLD CLASS LEADERBOARD
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
Serial Number:	78626687	2K
Serial Number:	78557233	2K GAMES
Serial Number:	78557248	2K SPORTS
Serial Number:	78533962	2KGAMES
Serial Number:	78503959	2KSPORTS
Serial Number:	78604760	BEATERATOR
Serial Number:	78424536	BOBBY JENKINS
Serial Number:	78539774	BULLY
Serial Number:	78424484	CAPTAIN BOOTCAMP
Serial Number:	78627670	CIV CITY
Serial Number:	78394986	CLASSIFIED
Serial Number:	78395513	CLASSIFIED: THE SENTINEL CRISIS
Serial Number:	76492046	CONFLICT DESERT STORM II: BACK TO BAGHDAD
Serial Number:	76531864	DESERT SCORPION
Serial Number:	78361383	FIST ALPHA
Serial Number:	78424541	GILLIAN JENKINS
Serial Number:	76431458	GOTHAM GAMES

Serial Number:	78396077	GRAND THEFT AUTO
Serial Number:	78342318	GRAND THEFT AUTO: BOGOTA
Serial Number:	78342305	GRAND THEFT AUTO: SIN CITY
Serial Number:	78343980	GRAND THEFT AUTO: TOKYO
Serial Number:	78530833	GS GLOBAL STAR SOFTWARE
Serial Number:	78342274	GTA: BOGOTA
Serial Number:	78341884	GTA: SAN ANDREAS
Serial Number:	78342261	GTA: SIN CITY
Serial Number:	78343982	GTA: TOKYO
Serial Number:	78341879	GTA5
Serial Number:	78341882	GTA6
Serial Number:	78427711	JAZZ
Serial Number:	76596140	JETFIGHTER III
Serial Number:	76596141	JG JACK OF ALL GAMES
Serial Number:	78424537	LEON JENKINS
Serial Number:	78424480	LOOGER
Serial Number:	76268402	MAX PAYNE
Serial Number:	78684724	MAX PAYNE
Serial Number:	78427728	RHOMBUS
Serial Number:	78604802	RHYMERATOR
Serial Number:	78531513	ROCKET SCIENCE GAMES
Serial Number:	78347937	ROCKSTAR FILMS
Serial Number:	76424061	ROCKSTAR SOUTH
Serial Number:	76424069	ROCKSTAR NORTH
Serial Number:	78424380	SCALER
Serial Number:	78424383	SCALER
Serial Number:	78424377	SCALER
Serial Number:	78424370	SCALER
Serial Number:	76461082	SCHOOL TYCOON
Serial Number:	78604691	SHATTERED UNION
Serial Number:	78530849	SNOW
Serial Number:	76519808	SPYMASTER
Serial Number:	76588921	TAKE2
Serial Number:	78161641	TOP SPIN
Serial Number:	78595021	TOY WARS

Serial Number:	78427737	TURBINE
Serial Number:	76515271	VIDEO GAME TYCOON
Serial Number:	78396080	WINGS OF WAR

CORRESPONDENCE DATA

Fax Number: (866)459-2899

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

Phone: 212-885-5590

Email: Oleh.Hereliuk@federalresearch.com

Correspondent Name: The Chrysler Building

Address Line 1: 405 Lexington Ave

Address Line 2: attn: Kathleen Mangual

Address Line 4: New York, NEW YORK 10174

ATTORNEY DOCKET NUMBER:	374472
NAME OF SUBMITTER:	Oleh Hereliuk
Signature:	/oh/
Date:	12/22/2006

Total Attachments: 5

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Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):
JP Morgan Chase Bank, N.A.

☐ Individual(s) ■ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation- State:
☐ Other
Citizenship (see guidelines)
Additional names of conveying parties attached? ☐ Yes ■ No

2. Name and address of receiving party(ies)
Additional names, addresses, or citizenship attached? ☐ Yes ☐ No
Name: Take-Two Interactive Software, Inc
Internal Address:
Street Address: 622 Broadway
City: New York
State: NY
Country: New York Zip: 10012
☐ Association Citizenship
☐ General Partnership Citizenship
☐ Limited Partnership Citizenship
■ Corporation Citizenship Delaware
☐ Other Citizenship
If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No
(Designations must be a separate document from assignment)

3. Nature of conveyance)/Execution Date(s) :
Execution Date(s)
☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
■ Other Termination

4. Application number(s) or registration number(s) and identification or description of the Trademark.
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
Additional sheet(s) attached? ■ Yes ☐ No
C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:
Name: Kathleen Mangual
Internal Address: The Chrysler Building
Street Address: 405 Lexington Ave
City: New York
State: NY Zip: 10174
Phone Number: 212-885-5590
Fax Number: 212-885-5002
Email Address: kmangual@blankrome.com

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 2.6(b)(6) & 3.41) $
☐ Authorized to be charged by credit card
☐ Authorized to be charged to deposit account
☐ Enclosed

8. Payment Information:
a. Credit Card Last 4 Numbers
Expiration Date
b. Deposit Account Number
Authorized User Name

9. Signature: Kathleen Mangual 12/20/06
Signature Date
Name of Person Signing
Total number of pages including cover sheet, attachments, and document:

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARK RIGHTS

Take-Two Interactive Software, Inc., a Delaware corporation, located at 622 Broadway, New York, New York 10012 ("Borrower"), granted a security interest in all of the Borrower's right, title and interest in the Trademarks (including without limitation, those items listed in Attachment A) to JPMorgan Chase Bank, N.A., a national association, located at 345 Park Avenue, New York, New York 10154 ("Lender"), which was recorded with the United States Patent and Trademark Office on August 29, 2005 at Reel/Frame No.: 3149/0326. Lender hereby confirms that it fully and irrevocably terminates its security interest and releases the security interest recorded at Reel/Frame No.: 3149/0326 held by Lender.

This Termination and Release of Security Interest hereby confirms the termination and release of any and all previous security interests granted by Borrower. To correct the chain of title for the trademarks set forth in Attachment A, Lender hereby confirms that it fully and irrevocably terminates any and all of its security interests and releases the security interest held by Lender.

JPMORGAN CHASE BANK, N.A.

By: _____

Name: ANNE BIANCARDI

Title: V. P.

Date: 11-20-06

State of New York)

ss:

County of New York)

On this 20 day of November, 2006, before me appeared ANNE BIANCARDI, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of Lender.

_____

Notary Public

My Commission Expires:

DAVID F. GIBBS
Notary Public, State of New York
No. 31-4894383
Qualified in New York County
Commission Expires June 1, 2007

523653.01111/11601974v.2

Attachment A

MARK	REGISTRATION NO. (SERIAL NO.)
2K DESIGN	(78/626,687)
2K GAMES AND DESIGN	(78/557,233)
2K SPORTS AND DESIGN	(78/557,248)
2KGAMES	(78/533,962)
2KSPORTS	(78/503,959)
ACCESS SOFTWARE INCORPORATED	1,556,976
AMPED	2,570,448
ARMY MEN	2,339,736
ARMY MEN	2,380,514
ARMY MEN AIR ATTACK	2,511,288
BEATERATOR	(78/604,760)
BOBBY JENKINS	(78/424,536)
BULLY	(78/539,774)
CAPTAIN BOOTCAMP	(78/424,484)
CIV	2,279,797
CIV CITY	(78/627,670)
CIV II	2,296,497
CIV II FANTASTIC WORLDS	2,290,884
CIVILIZATION	1,729,552
CLASSIFIED	(78/394,986)
CLASSIFIED: THE SENTINEL CRISIS	(78/395,513)
CONFLICT DESERT STORM II: BACK TO BAGHDAD	(76/492,046)
DESERT SCORPION	(76/531,864)
FIST ALPHA	(78/361,383)
GATHERING DESIGN	3,093,561
GATHERING OF DEVELOPERS	2,470,068
GATHERING OF DEVELOPERS	2,366,976
GATHERING OF DEVELOPERS	2,430,283
GATHERING OF DEVELOPER AND DESIGN	2,394,017
GATHERING OF DEVELOPERS AND DESIGN	2,366,964
GATHERING OF DEVELOPERS AND DESIGN	2,470,061
GENERAL PLASTRO	2,517,907
GILLIAN JENKINS	(78/424,541)
GLOBAL STAR SOFTWARE AND DESIGN	3,057,066
GOTHAM GAMES	2,944,363
GOTHAM GAMES AND DESIGN	(76/431,458)
GRAND THEFT AUTO	2,148,765
GRAND THEFT AUTO	(78/396,077)
GRAND THEFT AUTO III	2,755,932
GRAND THEFT AUTO VICE CITY AND DESIGN	2,909,548

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MARK	REGISTRATION NO. (SERIAL NO.)
GRAND THEFT AUTO: BOGOTA	(78/342,318)
GRAND THEFT AUTO: SAN ANDREAS	2,993,273
GRAND THEFT AUTO: SIN CITY	(78/342,305)
GRAND THEFT AUTO: TOKYO	(78/343,980)
GS GLOBAL STAR SOFTWARE	(78/530,833)
GS GLOBAL STAR SOFTWARE	3,033,531
GTA: BOGOTA	(78/342,274)
GTA: SAN ANDREAS	(78/341,884)
GTA: SIN CITY	(78/342,261)
GTA: TOKYO	(78/343,982)
GTA5	(78/341,879)
GTA6	(78/341,882)
HIDDEN & DANGEROUS	2,465,225
JACK OF ALL GAMES	2,587,866
JACK OF ALL GAMES AND DESIGN	2,591,046
JAZZ	(78/427,711)
JETFIGHTER III	(76/596,140)
JG JACK OF ALL GAMES	(76/596,141)
JOYTECH USA	2,860,469
LEADER BOARD	1,528,437
LEON JENKINS	(78/424,537)
LIBERTY CITY, USA.	2,800,098
LIBERTY CITY USA. THE WORST PLACE IN AMERICA	2,802,106
LINKS	2,394,733
LINKS EXTREME	2,489,902
LOOGER	(78/424,480)
LUXURY LINER TYCOON	2,960,779
MANHUNT	3,064,101
MAX PAYNE	2,967,478
MAX PAYNE	2,679,975
MAX PAYNE	(76/268,402)
MAX PAYNE	(78/684,724)
MIDNIGHT CLUB	2,962,851
MIDNIGHT CLUB 3	3,092,859
MYTH, THE FALLEN LORDS	2,189,992
ONI	2,476,204
PORTAL RUNNER	2,750,888
R DESIGN	2,391,635
R ROCKSTAR GAMES AND DESIGN	2,855,543
REAL COMBAT. PLASTIC MEN.	2,328,384
REAL COMBAT. PLASTIC MEN.	2,365,786
RED DEAD REVOLVER	3,036,636

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MARK	REGISTRATION NO. (SERIAL NO.)
RHOMBUS	(78/427,728)
RHYMERATOR	(78/604,802)
ROCKET SCIENCE GAMES	(78/531,513)
ROCKSTAR FILMS	(78/347,937)
ROCKSTAR GAMES	2,456,387
ROCKSTAR SOUTH	(76/424,061)
ROCKSTAR NORTH	(76/424,069)
SARGE'S HEROES	2,476,738
SCALER	(78/424,380)
SCALER	(78/424,383)
SCALER	(78/424,377)
SCALER	(78/424,370)
SCALER	3,091,214
SCHOOL TYCOON	(76/461,082)
SHATTERED UNION	(78/604,691)
SID MEIER'S CIVILIZATION	1,784,913
SNOW	(78/530,849)
SPACE STATION SILICON VALLEY	2,227,025
SPEC OPS	2,377,054
SPYMASTER	(76/519,808)
T2 TAKE TWO	3,075,174
T2 TAKE TWO INTERACTIVE	3,147,137
TAKE2	(76/588,921)
TALONSOFT'S EAST FRONT	2,280,508
TALONSOFT'S WEST FRONT	2,465,224
TEX MURPHY	2,304,007
THE OPERATIONAL ART OF WAR	2,395,927
TOP SPIN	(78/161,641)
TOY WARS	(78/595,021)
TURBINE	(78/427,737)
VIDEO GAME TYCOON	(76/515,271)
VIKKI GRIMM	2,566,033
WINGS OF WAR	(78/396,080)
WORLD CLASS LEADERBOARD	1,536,516
X-COM	1,986,939
X-COM APOCALYPSE	2,258,539
X-COM INTERCEPTOR	2,358,309
XCOM TERROR FROM THE DEEP	2,058,007
X-COM UFO DEFENSE	1,979,573

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