

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Amalgamation

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BioWare Corp.		02/19/2008	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	BioWare ULC
Street Address:	1200, 700 - 2nd Street SW
City:	Calgary, Alberta
State/Country:	CANADA
Postal Code:	T2P 4V5
Entity Type:	Unlimited Liability Corporation: ALBERTA

PROPERTY NUMBERS Total: 29

Property Type	Number	Word Mark
Serial Number:	76678910	BALDUR'S GATE
Serial Number:	76678911	BALDUR'S GATE
Registration Number:	2454474	BIOWARE
Registration Number:	3172886	BIOWARE
Registration Number:	2730731	BIOWARE AURORA ENGINE
Registration Number:	2460807	BIOWARE CORP
Registration Number:	2615576	BIOWARE CORP
Serial Number:	76636906	BIOWARE CORP
Serial Number:	76594456	BIOWARE ECLIPSE ENGINE
Serial Number:	76636724	BIOWARE ECLIPSE ENGINE
Registration Number:	2872470	BIOWARE ODYSSEY ENGINE
Registration Number:	2712755	BW
Registration Number:	2688063	BW
Serial Number:	76591004	DRAGON AGE

CH \$740.00 76678910

Serial Number:	76633453	DRAGON AGE
Registration Number:	3298603	DRAGON AGE
Serial Number:	76655659	DRAGON AGE
Registration Number:	3366351	DRAGON AGE
Registration Number:	2938950	JADE EMPIRE
Registration Number:	2980057	JADE EMPIRE
Registration Number:	3228348	JADE EMPIRE
Registration Number:	2980061	JADE EMPIRE
Registration Number:	3228349	JADE EMPIRE
Serial Number:	76635840	MASS EFFECT
Serial Number:	78721706	MASS EFFECT
Registration Number:	3275964	MASS EFFECT
Serial Number:	76648525	MASS EFFECT
Serial Number:	76978645	MASS EFFECT
Registration Number:	2733351	THE BIOWARE INFINITY ENGINE

CORRESPONDENCE DATA

Fax Number: (215)972-7677
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 215-751-2622
Email: jmeyer@schnader.com
Correspondent Name: James R. Meyer
Address Line 1: Schnader Harrison Segal & Lewis LLP
Address Line 2: 1600 Market Street, Suite 3600
Address Line 4: Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER: 3006345-0004

DOMESTIC REPRESENTATIVE

Name: James R. Meyer
Address Line 1: Schnader Harrison Segal & Lewis LLP
Address Line 2: 1600 Market Street
Address Line 4: Philadelphia, PENNSYLVANIA 19103

NAME OF SUBMITTER: Kimberly Bittinger

Signature: /Kimberly Bittinger/

Date: 04/02/2008

Total Attachments: 14
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TRADEMARK
REEL: 003751 FRAME: 0369

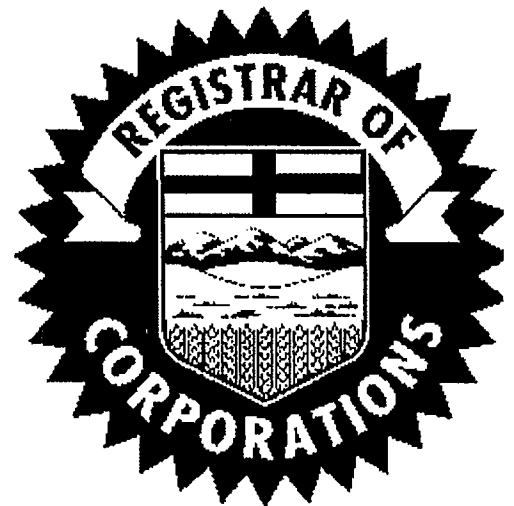
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Alberta

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
AMALGAMATION**

BIOWARE ULC
IS THE RESULT OF AN AMALGAMATION FILED ON 2008/02/19.



**Articles of Amalgamation
For
BIOWARE ULC**

Share Structure: SEE SHARE CAPITAL SCHEDULE ATTACHED HERETO.
**Share Transfers
Restrictions:** SEE RESTRICTIONS ON SHARE TRANSFERS SCHEDULE ATTACHED
HERETO.
Number of Directors:
Min Number of Directors: 1
Max Number of Directors: 10
Business Restricted To: NO RESTRICTIONS.
Business Restricted From: NO RESTRICTIONS.
Other Provisions: SEE OTHER RULES OR PROVISIONS SCHEDULE ATTACHED HERETO.

**Registration Authorized By: STEPHEN G. BENE
SECRETARY**

SHARE STRUCTURE SCHEDULE
REFERRED TO IN THE FOREGOING
ARTICLES OF AMALGAMATION

COMMON SHARES

The Corporation is authorized to issue an unlimited number of Common shares without nominal or par value.

Subject to the rights of any other shares of the Corporation which are expressed to rank prior to the Common shares, the Common shares shall be subject to the following rights, privileges, restrictions and conditions, namely:

(a) The holders of the Common shares shall be entitled to vote at any meeting of shareholders of the Corporation;

(b) The holders of the Common shares shall be entitled to receive any dividend declared by the Corporation; and

(c) The holders of the Common shares shall be entitled to receive the remaining property of the Corporation on dissolution.

RESTRICTIONS ON SHARE TRANSFERS SCHEDULE
REFERRED TO IN THE FOREGOING
ARTICLES OF AMALGAMATION

RESTRICTIONS ON SHARE TRANSFERS

1. Subject to the provisions of the Business Corporations Act, as amended, no share or shares in the Corporation shall be transferred without the sanction of a resolution of the Board of Directors.

OTHER RULES OR PROVISIONS SCHEDULE
REFERRED TO IN THE FOREGOING
ARTICLES OF AMALGAMATION

OTHER PROVISIONS, IF ANY

1. The liability of each of the shareholders of the unlimited liability corporation for any liability, act or default of the unlimited liability corporation is unlimited in extent and joint and several in nature.

2. No securities of the Corporation, other than non-convertible debt securities, shall be transferred to any person without the approval of the Board of Directors.

Amalgamate Alberta Corporation - Registration Statement

Alberta Registration Date: 2008/02/19

Corporate Access Number: 2013818071

Service Request Number: 11203820
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: BIOWARE ULC
French Equivalent Name:
Nuans Number: 92297356
Nuans Date: 2008/02/19
French Nuans Number:
French Nuans Date:

REGISTERED ADDRESS

Street: 1200, 700 - 2ND STREET SW
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4V5

RECORDS ADDRESS

Street: 1200, 700 - 2ND STREET SW
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4V5

ADDRESS FOR SERVICE BY MAIL

Post Office Box:
City:
Province:
Postal Code:
Internet Mail ID:

Share Structure: SEE SHARE CAPITAL SCHEDULE ATTACHED HERETO.
Share Transfers Restrictions: SEE RESTRICTIONS ON SHARE TRANSFERS SCHEDULE ATTACHED HERETO.
Number of Directors:
Min Number Of Directors: 1
Max Number Of Directors: 10
Business Restricted To: NO RESTRICTIONS.
Business Restricted From: NO RESTRICTIONS.
Other Provisions: SEE OTHER RULES OR PROVISIONS SCHEDULE ATTACHED HERETO

TRADEMARK

REEL: 003751 FRAME: 0376

**Professional Endorsement
Provided:**

Future Dating Required:

Registration Date: 2008/02/19

Director

Last Name: BENE
First Name: STEPHEN
Middle Name: G.
Street/Box Number: 209 REDWOOD SHORES PARKWAY
City: REDWOOD CITY
Province: CALIFORNIA
Postal Code: 94065
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: KOHL
First Name: GLEN
Middle Name: A.
Street/Box Number: 209 REDWOOD SHORES PARKWAY
City: REDWOOD CITY
Province: CALIFORNIA
Postal Code: 94065
Country:
Resident Canadian:
Named On Stat Dec:

Last Name: JENSEN
First Name: WARREN
Middle Name: C.
Street/Box Number: 209 REDWOOD SHORES PARKWAY
City: REDWOOD CITY
Province: CALIFORNIA
Postal Code: 94065
Country:
Resident Canadian:
Named On Stat Dec:

Last Name: ZESCHUK
First Name: GREGORY
Middle Name:
Street/Box Number: C/O 200, 4445 CALGARY TRAIL
City: EDMONTON

Province: ALBERTA
Postal Code: T6H 5R7
Country:
Resident Canadian: Y
Named On Stat Dec:

Last Name: MUZYKA
First Name: RAYMOND
Middle Name: A.
Street/Box Number: 1108 TWIN BROOKS POINT NW
City: EDMONTON
Province: ALBERTA
Postal Code: T6J 7G5
Country:
Resident Canadian: Y
Named On Stat Dec:

Amalgamating Corporation

Corporate Access Number	Legal Entity Name
2013692062	WHI 98 ULC
2013768672	BIOWARE CORP.

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Amalgamation Agreement	10000899000570817	2008/02/19
Share Structure	ELECTRONIC	2008/02/19
Statutory Declaration	10000299000570820	2008/02/19
Restrictions on Share Transfers	ELECTRONIC	2008/02/19
Other Rules or Provisions	ELECTRONIC	2008/02/19

Registration Authorized By: STEPHEN G. BENE
SECRETARY

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
Trademark Operation

IN RE:

Registration No. see attached schedule
Mark: see attached schedule
Applicant: BioWare ULC
Attorney File No.: 3006345-0004

CORRESPONDENT, POWER OF ATTORNEY
AND DESIGNATION OF DOMESTIC REPRESENTATIVE

Commissioner for Trademarks
P.O. Box 1451
Alexandria, VA 22313-1451

Dear Sir or Madam:

Kindly address all correspondence to:

Intellectual Property Department – Trademarks
Attn: James R. Meyer
SCHNADER HARRISON SEGAL & LEWIS LLP
1600 Market Street, Suite 3600
Philadelphia, PA 19103-7286

215-751-2622 (Telephone)
215-972-7677 (Facsimile)

Applicant hereby appoints:

Rachel E. Branson
Ari S. Indik (DC & PA)
Ronald E. Karam
Joan T. Kluger
James R. Meyer
Bruce A. McDonald (DC)
Ronald J. Ventola II (LA & PA)
Stephenie W. Yeung

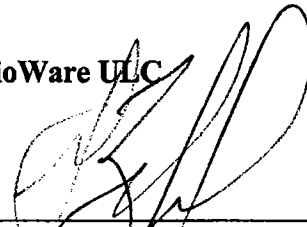
all members of the Bar of the Commonwealth of Pennsylvania (except as indicated) and all with offices at Schnader Harrison Segal & Lewis LLP, 1600 Market Street, Suite 3600, Philadelphia, Pennsylvania 19103-7286, as its attorneys with full power of substitution, association and revocation, to prosecute these Applications to Register, to transact all business in the Patent and Trademark Office in connection therewith, and to receive the Certificates of Registration.

Schnader Harrison Segal & Lewis LLP is designated Applicant's Domestic Representative upon whom notice or process in proceedings affecting the marks may be served.

All previous powers of attorney and designations of domestic representative are revoked.

Respectfully submitted,



BioWare ULC






Name: G. Zeschank
Title: VP and GM

Dated: April 2, 2008




**BioWare Schedule of Trademarks
United States**

MARK	APPLICATION DATE	APPLICATION NUMBER	REGISTRATION DATE	REGISTRATION NUMBER
BALDUR'S GATE	29-Jun-07	76/678,910		
BALDUR'S GATE (Stylized) 	29-Jun-07	76/678,911		
BIOWARE	24-Feb-99	75/647,097	29-May-01	2454474
BIOWARE	21-Apr-05	76/636,907	21-Nov-06	3172886
BIOWARE AURORA ENGINE	10-Oct-01	78/087,744	24-Jun-03	2730731
BIOWARE CORP	24-Feb-99	75/647,095	19-Jun-01	2460807
BIOWARE CORP (Stylized) 	31-Oct-01	78/090,985	03-Sep-02	2615576




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MARK	APPLICATION DATE	APPLICATION NUMBER	REGISTRATION DATE	REGISTRATION NUMBER
BIOWARE CORP (Stylized) 	21-Apr-05	76/636,906		
BIOWARE ECLIPSE ENGINE	28-May-04	76/594,456		
BIOWARE ECLIPSE ENGINE	21-Apr-05	76/636,724		
BIOWARE ODYSSEY ENGINE	15-Mar-01	78/053,356	10-Aug-04	2872470
BW (Logo) 	18-Jun-01	76/273,303	06-May-03	2712755
BW (Logo) 	18-Jun-01	76/273,304	18-Feb-03	2688063
DRAGON AGE	07-May-04	76/591,004		

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MARK	APPLICATION DATE	APPLICATION NUMBER	REGISTRATION DATE	REGISTRATION NUMBER
DRAGON AGE	15-Mar-05	76/633,453		
DRAGON AGE	20-Jul-04	76/978,558	25-Sep-07	3298603
DRAGON AGE & Design 	24-Feb-06	76/655,659		
DRAGON AGE & Design 	24-Feb-06	76/978,671	08-Jan-08	3366351
JADE EMPIRE	16-Jan-03	78/975,726	05-Apr-05	2938950
JADE EMPIRE	16-Jan-03	78/976,108	26-Jul-05	2980057
JADE EMPIRE	15-Mar-05	76/977,587	10-Apr-07	3228349
JADE EMPIRE & Design 	12-Sep-03	78/976,126	26-Jul-05	2980061

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MARK	APPLICATION DATE	APPLICATION NUMBER	REGISTRATION DATE	REGISTRATION NUMBER
JADE EMPIRE & Design 	15-Mar-05	76/977,585	10-Apr-07	3228348
MASS EFFECT	11-Apr-05	76/635,840		
MASS EFFECT	27-Sep-05	78/721,706		
MASS EFFECT	11-Apr-05	76/978,556	07-Aug-07	3275964
MASS EFFECT & Design 	17-Oct-05	76/648,525		
MASS EFFECT & Design 	17-Oct-05	76/978,645		
THE BIOWARE INFINITY ENGINE	06-Mar-01	78/051,549	01-Jul-03	2733351

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