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U.S. 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):

JTS Corporation

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

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

2. Name and address of receiving party(ies)

Name: HIAC XI, Corp.

Internal

Address:

Street Address: 1027 Newport Avenue

City: Pawtucket State: RI Zip: 02862

- 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

3. Nature of conveyance:

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

Execution Date: February 23, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1970812

Additional number(s) attached Yes No

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

Name: Doreen Small, Esq.

Internal Address:

Street Address: c/o Infogrames, Inc.

417 Fifth Avenue

City: NY State: NY Zip: 10016

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

500741

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Doreen Small

Name of Person Signing

[Signature]

Signature

April 29, 2002

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

05/10/2002 LHMELLER 00000135 500741 1970812

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TRADEMARK REEL: 002503 FRAME: 0994

TRADEMARK ASSIGNMENT

WHEREAS, JTS Corporation, a corporation of the State of Delaware, located and doing business at 166 Baypointe Parkway, San Jose, California 95134, desires to transfer and assign all of the right, title and interest it may have in and to the trademarks listed in Schedule TM--USA hereto (the "Trademarks");

WHEREAS, HIAC XI, Corp., a corporation of the State of Delaware, located and doing business at 1027 Newport Avenue, Pawtucket, Rhode Island 02862, desires to acquire the Trademarks and their registrations and applications as successor to the business of the Assignor to which the marks relate;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, JTS Corporation hereby assigns to HIAC XI Corp., all right, title and interest that JTS Corporation owns in and to the Trademarks and the corresponding trademark registrations and applications in the USA, together with the goodwill of the business symbolized by the trademarks and the registrations or applications thereof.

Executed on February 23, 1998

JTS Corporation

Arison Cullen
Name: Arison Cullen
Title: VP & Corporate Controller

[Attach Notarial Certificate]

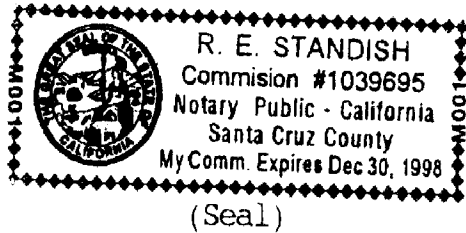
State of California
County of SANTA CLARA

On February 23, 1998 before me, the undersigned, a Notary Public in and
for said State, personally appeared Aidan Cullen

personally known to me (or proved to me on the basis of satisfactory evidence)
to be the person(s) whose name(s) is/are subscribed to the within instrument
and acknowledged to me that he/she/they executed the same in his/her/their
authorized capacity(ies), and that by his/her/their signature(s) on the
instrument the person(s), or the entity upon behalf of which the person(s)
acted, executed the instrument.

WITNESS my hand and official seal.

Signature R.E. Standish
Name R.E. STANDISH
(typed or printed)



Schedule TM--USA

COUNTRY NAME	TRADEMARK	REG NO. (SERIAL NO.)
USA	1200 XL	1,287,790
USA	400	1,240,065
USA	5200	1,278,138
USA	800	1,240,064
USA	A DESIGN FRONT ATARI	1,672,407
USA	A DESIGN OUTLINE 2600	1,632,940
USA	A DESIGN W/RAINBOW	1,649,951
USA	FUJI DESIGN	1,221,508
USA	FUJI DESIGN	1,280,536
USA	FUJI DESIGN	1,049,118
USA	FUJI DESIGN	1,280,536
USA	FUJI DESIGN	1,280,536
USA	ASTEROIDS	1,224,414
USA	ATARI	1,050,153
USA	ATARI	1,221,509
USA	ATARI	1,280,537
USA	ATARI	1,280,537
USA	ATARI	1,288,772
USA	ATARI SERVICE	1,299,090
USA	ATARIAN	1,614,821
USA	AWESOME GOLF	1,747,846
USA	BASEBALL HEROES	1,783,512
USA	CAVERNS OF MARS	1,298,942
USA	CENTIPEDE	1,289,146
USA	CRYSTAL CASTLES	1,292,467
USA	CYBERMORPH	1,970,812
USA	DEMONS TO DIAMONDS	1,293,023
USA	DINO DUDES	1,850,382
USA	EASTERN FRONT (1941)	1,305,175
USA	FATAL RUN	1,693,214
USA	FOOD FIGHT	1,319,562
USA	GRAPH IT	1,259,253
USA	GRAVITAR	1,264,368
USA	I-WAR	75,007,490
USA	LYNX	1,644,097
USA	MEMO BANK	1,584,484
USA	MILLIPEDE	1,289,206
USA	MISSILE COMMAND	2,004,406
USA	MOTORPSYCHO	1,788,912
USA	MUSIC COMPOSER	1,253,690
USA	NIGHT DRIVER	1,083,642
USA	NINJA GOLF	1,673,027

Schedule TM--USA (Continued)

<u>COUNTRY NAME</u>	<u>TRADEMARK</u>	<u>REG NO. (SERIAL NO.)</u>
USA	OUTLAW	1,080,492
USA	PAPERBOY	1,366,860
USA	PLANET SMASHERS	1,688,426
USA	PONG	1,107,406
USA	PORTFOLIO	1,618,532
USA	POWER WITHOUT THE PRICE	1,671,231
USA	QUIZ SHOW	1,095,770
USA	REAL SPORTS	1,292,437
USA	STACY	1,678,053
USA	STAR RAIDERS	1,227,682
USA	SUPER BREAKOUT	1,241,326
USA	TEMPEST 2000	1,927,424
USA	TIMEWISE	1,299,379
USA	TRAK BALL	1,598,417
USA	WARLORDS	1,218,227
USA	YAR'S REVENGE	1,253,091
USA	FIGHT FOR LIFE	(75,232,947)
USA	IRON SOLDIER	(75,232,948)
USA	BATTLEZONE	(75,350,949)