

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Eutechnyx Limited		01/10/2003	COMPANY: UNITED KINGDOM

RECEIVING PARTY DATA	
Name:	Empire Interactive Europe Limited
Street Address:	677 High Road
City:	North Finchley
State/Country:	UNITED KINGDOM
Postal Code:	N12 0DA
Entity Type:	COMPANY: UNITED KINGDOM

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2609472	BIG MUTHA TRUCKERS

CORRESPONDENCE DATA	
Fax Number:	(312)427-6663
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	312-427-1300
Email:	CHIUSTM@LADAS.NET
Correspondent Name:	Burton S. Ehrlich / Ladas & Parry
Address Line 1:	224 South Michigan Avenue
Address Line 2:	Suite 1200
Address Line 4:	Chicago, ILLINOIS 60604

DOMESTIC REPRESENTATIVE	
Name:	Burton S. Ehrlich / Ladas & Parry
Address Line 1:	224 South Michigan Avenue
Address Line 2:	Suite 1200
Address Line 4:	Chicago, ILLINOIS 60604

NAME OF SUBMITTER:	Burton S. Ehrlich
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Total Attachments: 3

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THIS DEED OF ASSIGNMENT is made the

10 day of JANUARY

2003
2002

BETWEEN

- (1) EUTECHNYX LIMITED a company incorporated in England whose registered office is at Metro Centre East Business Park, Waterside Drive, Gateshead, Tyne & Wear NE11 9HU ("Eutechnyx"); and
- (2) EMPIRE INTERACTIVE EUROPE LIMITED a company incorporated in England whose registered office is at 677 High Road, North Finchley, London N12 0DA ("Empire")

WHEREAS

- (A) Under an agreement between the parties dated 4TH April, 2002 (the "2002 Agreement"), certain computer game software and associated documentation (the "Game") is being designed, developed and produced by Eutechnyx, which Game Eutechnyx has licensed to Empire under the provisional trade name Big Mutha Truckers (the "Trade Name").
- (B) The Trade Name was registered as a trade mark (hereinafter called the "Trade Mark"), in the United States, particulars of which are set out in Schedule 1 hereto.
- (C) All rights in the original registration, made by Eidos Interactive Limited, have been transferred by Eidos Interactive Limited to Eutechnyx under a deed of assignment dated 25 November 2002.
- (D) Pursuant to clause 8.1 of the 2002 Agreement Eutechnyx has agreed to assign the Trade Name and all registrations of and applications to register the Trade Name and all associated goodwill in the Trade Name and Trade Mark to Empire.

NOW IT IS HEREBY AGREED as follows:

1. Save as otherwise expressly provided, the terms defined in the 2001 Agreement shall have the same meaning herein.
2. Eutechnyx hereby assigns to Empire with full title guarantee the entire right, title and interest in the Trade Name and the Trade Mark and all renewals or extensions of such rights (including all statutory and common law rights and the right to sue for damages and other remedies for past infringements) and all associated goodwill in the Trade Name and Trade Mark for Empire TO HOLD the same unto itself absolutely.
3. Eutechnyx warrants and undertakes to Empire that it is entitled to enter into this Deed of Assignment and has not previously assigned rights in or otherwise encumbered the Trade Name or the Trade Mark or granted any licence of rights in the same to any third party and shall not do or purport to do so.
4. Eutechnyx agrees at Empire's sole cost and expense to execute such further documents and do such further acts as may be necessary or desirable to vest the Trade Mark and the Trade Name in Empire and to protect, defend and enforce the same.

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5. This Agreement shall be governed by and interpreted according to the laws of England. Any dispute arising under or in connection with this Agreement shall be subject to the exclusive jurisdiction of the English courts to which the parties to this Agreement submit.

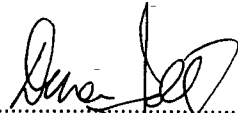
IN WITNESS whereof the assignment has been executed as a deed by or on behalf of the parties the day and year first above written.

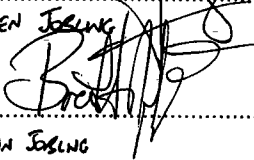
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**Schedule 1
The Trade Mark
Registration**

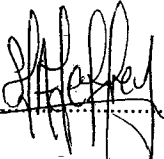
Country	United States of America
Word Mark	BIG MUTHA TRUCKERS
Class of Goods and Services	IC 009, US 021, 023, 026, 036 and 038
Mark Drawing Code	TYPED DRAWING
Serial Number	76271181
Filing Date	June 13, 2001
Filed ITU	Filed as ITU
Published for Opposition	May 28, 2002
Registration Number	2609472
Date of Registration	August 20, 2002

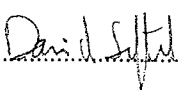
EXECUTED and DELIVERED as a Deed by)
 EUTECHNYX LIMITED)
 acting by:)


 (Director)
 Name: *DARREN JOSLING*


 (Director/Secretary)
 Name: *BRIAN JOSLING*

EXECUTED and DELIVERED as a Deed by)
 EMPIRE INTERACTIVE EUROPE LIMITED)
 acting by:)


 (Director)
 Name:


 (Director/Secretary)
 Name:

227702