

# TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Assignment of Security Interest		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Guggenheim Corporate Funding, LLC		10/23/2007	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BlueBay High Yield Investments (Luxembourg) S.A.R.L.		
<b>Street Address:</b>	c/o BlueBay Asset Management		
<b>Internal Address:</b>	Times Place, 45 Pall Mall		
<b>City:</b>	London		
<b>State/Country:</b>	UNITED KINGDOM		
<b>Postal Code:</b>	SW1Y 5JG		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: LUXEMBOURG		
<b>PROPERTY NUMBERS Total: 31</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2219633		
Registration Number:	2483589	40 WINKS	
Registration Number:	2759892	BEACH HEAD	
Registration Number:	2556985	BEACH HEAD 2000	
Registration Number:	2336686	BIGAIR	
Registration Number:	2748455	BLENDER BROS.	
Registration Number:	2446842	BONEYARDS	
Registration Number:	2219494	CAVEDOG	
Registration Number:	2344181	DEER HUNTER	
Registration Number:	2641669	DIRT TRACK RACING	
Registration Number:	2361460	FISHERMAN'S PARADISE	
Registration Number:	2517893	GRAND SLAM TURKEY HUNT	
Registration Number:	3140402	INDIGO PROPHECY	

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**TRADEMARK**  
**REEL: 003663 FRAME: 0794**

Registration Number:	1710807	LEGEND ENTERTAINMENT
Registration Number:	2765448	MOONBASE COMMANDER
Registration Number:	3294362	MOTOR MAYHEM
Registration Number:	2402984	PROFESSIONAL BASS TOURNAMENT
Registration Number:	2917821	SHADOW OPS
Registration Number:	2067376	SHINY ENTERTAINMENT
Registration Number:	2550293	SLAVE ZERO
Registration Number:	2370026	SPORTSMAN'S PARADISE
Registration Number:	2046036	STAR CONTROL
Registration Number:	2043493	TEST DRIVE
Registration Number:	2136279	TOTAL ANNIHILATION
Registration Number:	2234694	TOTAL ANNIHILATION
Registration Number:	1788702	WIZARDWORKS
Serial Number:	78663528	ENEMY IN SIGHT
Serial Number:	78875405	M.O.O.R.
Serial Number:	78875402	M.O.O.R. - MASSIVELY OPEN ONLINE RACING
Serial Number:	76442168	SEASON TICKET
Registration Number:	2009337	GT

#### CORRESPONDENCE DATA

Fax Number: (212)354-8113  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212-819-8200  
 Email: trademarkdocket@whitecase.com  
 Correspondent Name: Matthew Bart  
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ATTORNEY DOCKET NUMBER:	1127090-0009
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#### DOMESTIC REPRESENTATIVE

Name:  
 Address Line 1:  
 Address Line 2:  
 Address Line 3:  
 Address Line 4:

NAME OF SUBMITTER:	Matthew Bart
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Signature:	/Matthew Bart/
Date:	11/16/2007
Total Attachments: 5 source=23_flr s#page1.tif source=23_flr s#page2.tif source=23_flr s#page3.tif source=23_flr s#page4.tif source=23_flr s#page5.tif	

**NOTICE OF ASSIGNMENT OF UNITED STATES TRADEMARKS**

WHEREAS, Guggenheim Corporate Funding, LLC, a Delaware limited liability company ("Guggenheim"), owns a security interest in the trademarks set forth in the attached Schedule A (the "Marks");

WHEREAS Guggenheim obtained a security interest in the Marks pursuant to that certain Pledge and Security Agreement dated November 3, 2006, by and among Atari, Inc., a Delaware corporation ("Atari"), its identified subsidiaries and Guggenheim;

WHEREAS, Bluebay High Yield Investments (Luxembourg) S.A.R.L., a Luxembourg limited liability company ("BlueBay"), acquired all of Guggenheim's rights, title and interest in and to the Marks, including without limitation all liens and security interests pursuant to a certain Resignation and Appointment Agreement, dated October 23, 2007;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, Guggenheim hereby gives notice of its sale, grant, conveyance, and assignment, on an exclusive basis, to BlueBay, its successors, legal representatives, and assigns, of all Guggenheim's right, title and interest in and to the Marks, including without limitation all liens and security interests, and to any renewals and/or extensions thereof, for all territories of the world in perpetuity, as well as any products and proceeds thereof, including all income, royalties, and damages now and hereafter due and/or payable to Guggenheim, for past, present, or future infringements and misappropriations, as well as all rights to sue for such infringements or misappropriations, and all rights corresponding to any of the above throughout the world.

IN WITNESS WHEREOF the undersigned has executed this assignment by its duly authorized officer and its seal affixed hereto as of this 1st day of November, 2007.

ASSIGNOR

ASSIGNEE

GUGGENHEIM CORPORATE  
FUNDING, LLC

BLUEBAY HIGH YIELD INVESTMENTS  
(LUXEMBOURG) S.A.R.L., as administrative  
agent and lender

By: BlueBay Asset Management PLC acting as  
agent for BlueBay High Yield Investments  
(Luxembourg) S.a.r.l.

By: [Signature]

By: \_\_\_\_\_

Title: DIRECTOR AND COUNSEL

Title: \_\_\_\_\_

Date: NOVEMBER 15, 2007

Date: \_\_\_\_\_

STATE OF New York )  
COUNTY OF New York )ss:

On this 14 day of November, 2007, before me the undersigned, a Notary Public for the State of New York, personally appeared Bill Hoagner, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.

MANDY TENNER  
Notary Public, State of New York  
No. 01TE6146333  
Qualified in New York County  
My Commission Expires 06/26/2010

[Signature]  
Signature of Notary

IN WITNESS WHEREOF the undersigned has executed this assignment by its duly authorized officer and its seal affixed hereto as of this 1st day of November, 2007.

ASSIGNOR

ASSIGNEE

GUOGENHEIM CORPORATE  
FUNDING, LLC

BLUEBAY HIGH YIELD INVESTMENTS  
(LUXEMBOURG) S.A.R.L., as administrative  
agent and lender

By: BlueBay Asset Management PLC acting as  
agent for BlueBay High Yield Investments  
(Luxembourg) S.a.r.l.

By: \_\_\_\_\_

By: \_\_\_\_\_

Title: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_

STATE OF \_\_\_\_\_ )  
 ) ss:  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_\_ day of November, 2007, before me the undersigned, a Notary Public for the State of \_\_\_\_\_, personally appeared \_\_\_\_\_, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.

\_\_\_\_\_  
Signature of Notary

**Schedule A**  
**TRADEMARKS**

<b><u>MARK</u></b>	<b><u>REG./APP. NUMBER</u></b>	<b><u>REG./APP. DATE</u></b>
(Design Only – CAVE DOG)	2219633	01/19/1999
40 WINKS	2483589	08/28/2001
BEACH HEAD	2759892	09/02/2003
BEACH HEAD 2000	2556985	04/02/2002
BIGAIR	2336686	03/28/2000
BLENDER BROTHERS	2748455	08/05/2003
BONEYARDS	2446842	04/24/2001
CAVEDOG	2219494	01/19/1999
DEER HUNTER	2344181	04/18/2000
DIRT TRACK RACING	2641669	10/29/2002
ENEMY IN SIGHT	78-663,528	07/05/2005
FISHERMAN'S PARADISE	2361460	06/27/2000
GRAND SLAM TURKEY HUNT	2517893	10/15/1998
GT (Stylized Letters)	2009337	10/22/1996
INDIGO PROPHECY	3140402	09/05/2006
LEGEND ENTERTAINMENT	1710807	08/25/1992
M.O.O.R.	78-875,405	05/03/2006
M.O.O.R. – MASSIVELY OPEN ONLINE RACING	78-875,402	05/03/2006
MOONBASE COMMANDER	2765448	09/16/2003
MOTOR MAYHEM	3294362	09/18/2007
PROFESSIONAL BASS TOURNAMENT	2402984	11/07/2000

<b><u>MARK</u></b>	<b><u>REG./APP. NUMBER</u></b>	<b><u>REG./APP. DATE</u></b>
SEASON TICKET	76-442,168	08/15/2002
SHADOW OPS	2917821	01/11/2005
SHINY ENTERTAINMENT	2067376	06/03/1997
SLAVE ZERO	2550293	03/19/2002
SPORTSMAN'S PARADISE	2370026	07/25/2000
STAR CONTROL	2046036	03/18/1997
TEST DRIVE	2043493	03/11/1997
TOTAL ANNIHILATION	2136279	02/10/1998
TOTAL ANNIHILATION	2234694	03/23/1999
WIZARDWORKS	1788702	08/17/1993