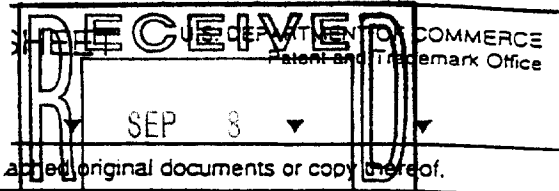


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09-14-1998



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Tab settings 000

To the Honorable Commissioner of Pat

1. Name of conveying party(ies): MKD 9-8-98
Smith Engineering

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

3. Nature of conveyance:

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

Execution Date: Jan. 3, 1994

2. Name and address of receiving party(ies)

Name: Sega Enterprises, Ltd.

Internal Address: _____

Street Address: 2-12, Haneda 1-Chome

Ohta-ku, Tokyo, Japan

City: _____ State: _____ ZIP: _____

Additional name(s) & address(es) attached? Yes No

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

B. Patent No.(s)

5,394,168

Additional numbers attached? Yes No

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

Name: Joseph W. Price, Esq.

Internal Address: _____

Street Address: PRICE, GESS & UBELL

2100 S.E. Main St., Ste. 250

City: Irvine State: CA ZIP: 92714

6. Total number of applications and patents involved: 1

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

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

16-2462

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

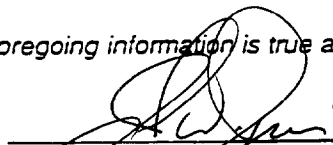
DO NOT USE THIS SPACE

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.

Joseph W. Price

Name of Person Signing


Signature

9/04/98
Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

PATENT
REEL: 9436 FRAME: 0394

09/10/1996 T10H11 01 FC:5A1 40.00 DP

ASSIGNMENT

WHEREAS, SMITH ENGINEERING, a sole proprietorship, having a principal place of business at 5301 Beethoven Street, Los Angeles, CA 90066-7047, has acquired the entire right, title and interest in and to U.S. Patent Application Serial No. 08/001,057, filed January 6, 1993, for a DUAL MODE HAND HELD GAME CONTROLLER, through an assignment recorded on March 8, 1993, at Reel 6485, Frame 0625; and

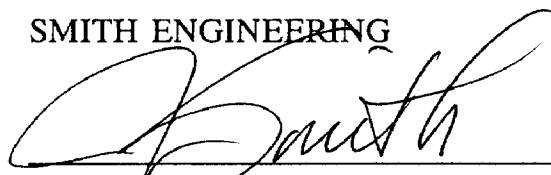
WHEREAS, SEGA ENTERPRISES, LTD., a corporation of Japan, having a principal place of business at 2-12, Haneda 1-chome, Ota-ku, Tokyo 144, JAPAN, is desirous of obtaining the entire right, title and interest in, to, and under the improvements and the patent;

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, SMITH ENGINEERING has sold, assigned, transferred, and set over, unto said SEGA ENTERPRISES, LTD., its successors, legal representatives, and assigns, the entire right, title and interest in, to, and under said improvements, and said patent and all divisions, renewals, and continuations thereof, and all Letters Patents of the United States, which may be granted thereon and all reissues and extensions thereof, and all priority rights under the International Convention for the Protection of Industrial Property for every country of the Union, and all applications for Letters Patents which may hereafter be filed for said improvements in any country or countries foreign to the United States, and all Letters Patents which may be granted for said improvements in any country or countries foreign to the United States, and any official of any country or countries foreign to the United States, whose duty it is to issue patents, on applications as aforesaid, to issue all Letters Patents for said improvements to said SEGA ENTERPRISES, LTD., its successors, legal representatives, and assigns, in accordance with the terms of this instrument.

AND SMITH ENGINEERING HEREBY covenants that it has full right to convey the entire interest herein assigned, and that it has not executed, and will not execute, any agreement in conflict herewith.

IN TESTIMONY WHEREOF, I hereunto set my hand this 3rd day of January, 1994.

SMITH ENGINEERING



Jay Smith III
Title: Owner