

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
RedOctane, Inc.		01/29/2007	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Activision Publishing, Inc.
Street Address:	3100 Ocean Park Boulevard
City:	Santa Monica
State/Country:	CALIFORNIA
Postal Code:	90405
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Serial Number:	76432460	REDOCTANE
Serial Number:	78871637	REDOCTANE
Serial Number:	78623736	AFTERBURNER
Serial Number:	78613665	GUITAR HERO
Serial Number:	78866144	GUITAR HERO
Serial Number:	78866127	GUITAR HERO
Serial Number:	78866277	GUITAR HERO II
Serial Number:	78866270	KEYBOARD HERO
Serial Number:	78376986	IGNITION DANCE PAD
Serial Number:	78866261	BAND HERO
Serial Number:	78866265	DRUM HERO
Serial Number:	78328599	GUITAR HERO

CORRESPONDENCE DATA

900068072

**TRADEMARK
 REEL: 003471 FRAME: 0253**

CH \$315.00 76432460

Fax Number: (310)255-2152
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Email: mtuck@activision.com
Correspondent Name: Mary Tuck
Address Line 1: 3100 Ocean Park Boulevard
Address Line 4: Santa Monica, CALIFORNIA 90405

ATTORNEY DOCKET NUMBER:	REDOCTANE TRADEMARKS
NAME OF SUBMITTER:	Mary Tuck
Signature:	/Mary Tuck/
Date:	01/30/2007

Total Attachments: 3
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TRADEMARK ASSIGNMENT

WHEREAS RedOctane, Inc., ("RedOctane") a California corporation having its address at P.O. Box 3809, Sunnyvale, California 94089, is the owner of the trademarks reflected in the attached Exhibit A (the "Trademarks");

WHEREAS, Activision Publishing, Inc. ("Activision"), a California corporation having its address at 3100 Ocean Park Boulevard, Santa Monica, California, 90405, is desirous of acquiring all right, title and interest in and to the Trademarks; and

WHEREAS RedOctane is assigning the Trademarks as part of the entire business or portion thereof to which the Trademarks pertain as required by 15 U.S.C. §1060; and

WHEREAS Activision Publishing is the successor of the ongoing and existing business of RedOctane to which the Trademarks pertain.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, RedOctane does hereby sell, assign, transfer and set over unto Activision, its successors, assigns and legal representatives, all right, title and interest in and to the Trademarks together with the goodwill of the business symbolized by said Trademarks.

The Commissioner of Patents and Trademarks is requested to issue the Certificates of Registration for those Trademarks which are still in the application stage to said assignee, Activision Publishing, Inc.

IN WITNESS WHEREOF, RedOctane has caused this Assignment to be executed this 29 day of January, 2007 at Santa Monica, California, by a duly authorized officer.

REDOCTANE, INC.

By: _____

Greg Deutsch

Vice President, Business and Legal Affairs

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

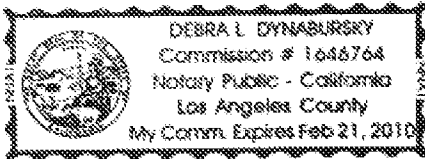
State of California

County of LOS ANGELES } ss.

On January 24, 2007 before me, Debra L. Dynabursky
(Date) Name and Title of Officer or Notary Public
 personally appeared Greg Deussen
(Name of Signer)

personally known to me

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:

Please Notary Seal Above

Debra L. Dynabursky
(Signature of Notary Public)

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Trademark Acknowledgment

Document Date: January 24, 2007 Number of Pages: 2

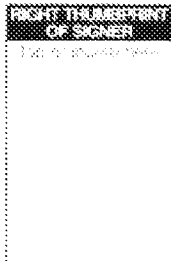
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: Greg Deussen

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: Vice President

Signer is Representing: Bank of Legal Affairs



Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer is Representing: _____

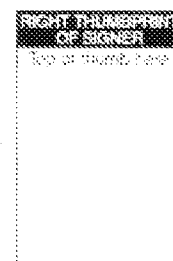


EXHIBIT A

All trademarks, service marks, trade names and common law marks used or otherwise owned in connection with the business of RedOctane, Inc., including but not limited to the trademarks identified below:

Mark Name	Application No.	Country
RedOctane (Class 041)	76/432,460	USA
RedOctane (Class 009)	Pending	Australia
	Pending	CTM
	Pending	Japan
	Pending	New Zealand
	Pending	South Africa
	78/871,637	USA
Afterburner (Class 009)	78/623,736	USA
Guitar Hero (Class 009)	Pending	Australia
	Pending	New Zealand
	Pending	South Africa
	Pending	China P.R.
	Pending	CTM
	1436342	India
	Pending	Japan
	Pending	Korea
	Pending	Taiwan
	78/613,665	USA
Guitar Hero Horizontal Logo (Class 009)	78/866,144	USA
Guitar Hero Vertical Logo (Class 009)	78/866,127	USA
Guitar Hero II Logo (Class 009)	78/866,277	USA
Keyboard Hero (Class 009)	78/866,270	USA
Ignition Dance Pad (Class 009)	78/376,986	USA
Band Hero (Class 009)	78/866,261	USA
Drum Hero (Class 009)	78/866,265	USA
Guitar Hero (Class 020)	78/328,599	USA