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
Vivendi Games, Inc.		09/16/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	WARNER BROS. ENTERTAINMENT INC.		
Street Address:	1000 WARNER BOULEVARD		
City:	BURBANK		
State/Country:	CALIFORNIA		
Postal Code:	91522		
Entity Type:	CORPORATION: DELAWARE		

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	3335904	F.E.A.R.
Serial Number:	78695896	F.E.A.R.

CORRESPONDENCE DATA

Fax Number: (818)954-4501

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 818 954- 4956

Email: avis.frazier-thomas@warnerbros.com

Correspondent Name: Avis Frazier-Thomas

Address Line 1: 4000 WARNER BOULEVARD Address Line 2: BRIDGE BLDG. 156 NORTH, #5078 BURBANK, CALIFORNIA 91522 Address Line 4:

Signature:	/Avis Frazier-Thomas/		
NAME OF SUBMITTER:	Avis Frazier-Thomas		
ATTORNEY DOCKET NUMBER:	VIVENDI ASSIGNMENTS		

TRADEMARK

REEL: 003855 FRAME: 0072

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Date:	09/17/2008
Total Attachments: 2	
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TRADEMARK REEL: 003855 FRAME: 0073

ASSIGNMENT OF TRADEMARKS

Vivendi Games, Inc. ("**Assignor**"), a Delaware corporation located and doing business at 6060 Center Drive, Los Angeles, California 90045, has adopted and used the trademark F.E.A.R. in the United States and elsewhere and has filed applications for and/or acquired registrations for such trademarks listed on Schedule 1 (the "**Marks**"):

Warner Bros. Entertainment Inc. ("**Assignee**"), a Delaware corporation, doing business at 4000 Warner Blvd., Burbank, CA 91522, wishes to acquire the Marks and the goodwill associated with the Marks.

With effect from August 21, 2008, and in return for valuable consideration acknowledged by Assignor, Assignor hereby conveys, transfers, assigns, delivers, and contributes to Assignee all of Assignor's right, title, and interest of whatever kind in and to the Marks throughout the world, together with (1) the goodwill of the business related to such Marks; (2) all income, royalties, and damages hereafter due or payable to Assignor with respect to the Marks, including without limitation, damages, and payments for past or future infringements and misappropriations of the Marks; and (3) all rights to sue for past, present and future infringements or misappropriations of the Marks.

Assignor represents and warrants that it owns all right, title and interest in and to the Marks and Assignor has the right and authority to make the grant of rights to Assignee hereunder;

ASSIGNOR further covenants that it will execute all documents, papers, forms and authorizations and take all other actions that may be reasonably necessary for securing, completing, or vesting in Assignee full right, title, and interest in the Marks.

DATED this September 16, 2008.

VIVENDI GAMES, INC.

Bruce Hack

By:

Chief Executive Officer

STATE OF CALIFORNIA) ss. COUNTY OF LOS ANGELES)

On this 16th day of September 2008, before me, Cammie M. Laney, Notary Public, personally appeared Bruce Hack, 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 entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

MALE M. LANEY

AMALE M. LANEY

COMM. # 1541134

LOS ANGELES COUNTY

COMM. EXP. JAN. 2, 2009

Signature:

TRADEMARK REEL: 003855 FRAME: 0074

Cammie M. Lanev

SCHEDULE 1 To Assignment of Trademarks

Country	Mark	Class	App. No.	App. Date	Reg No.	Reg Date	*Reg. Owner
Australia	F.E.A.R.	09	1211715	21-Nov- 2007			VGI
Canada	F.E.A.R.	09	1215770	4-May- 2004	TMA688386	28-May- 2007	VGI
European Community	F.E.A.R.	09	3817749	4-May- 2004	3817749	16-Sep- 2005	VGI
Hong Kong	F.E.A.R.	09	300997651	21-Nov- 2007			VGI
India	F.E.A.R.	09	1623655	22-Nov- 2007			VGI
New Zealand	F.E.A.R.	09	779928	21-Nov- 2007			VGI
Singapore	F.E.A.R.	09	T07-22248H	21-Nov- 2007	T07- 22248H	12-Feb- 2008	VGI
South Korea	F.E.A.R.	09	40-2004- 20237	6-May- 2004	624504	12-Jul- 2005	VUG
Taiwan	F.E.A.R.	09	96055448	23-Nov- 2007			VGI
Thailand	FEAR	09	682542	21-Dec- 2007			VGI
United States	F.E.A.R.	09	78/412,456	3-May- 2004	3,335,904	13-Nov- 2007	VGI
United States	F.E.A.R.	09, 16, 41	78/695,896	18-Aug- 2005			VGI

^{*}VGI = Vivendi Games, Inc.

RECORDED: 09/17/2008

VUG = Vivendi Universal Games, Inc.

TRADEMARK REEL: 003855 FRAME: 0075