

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Collateral Agent		02/13/2009	National Banking Association:
RECEIVING PARTY DATA			
Name:	Take-Two Interactive Software, Inc. (as successor-in-interest to Poptop Software, Inc.)		
Street Address:	622 Broadway		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10012		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2398403	RAILROAD TYCOON	
Registration Number:	1743313	SID MEIER'S RAILROAD TYCOON	
Registration Number:	2341042	RAILROAD TYCOON II	
Registration Number:	2576522	TROPICO	
CORRESPONDENCE DATA			
Fax Number:	(212)489-8340		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-489-8230		
Email:	colleenkeegan@dwt.com		
Correspondent Name:	Davis Wright Tremaine LLP		
Address Line 1:	1633 Broadway		
Address Line 4:	New York, NEW YORK 10019		
ATTORNEY DOCKET NUMBER:	084453-001262		
NAME OF SUBMITTER:	Colleen M. Keegan, Esq.		

CH \$115.00 2398403

Signature:

/Colleen M. Keegan/

Date:

03/02/2009

Total Attachments: 3

source=BOA2#page1.tif

source=BOA2#page2.tif

source=BOA2#page3.tif

**RELEASE OF NOTICE OF GRANT OF
SECURITY INTEREST IN TRADEMARKS**

Release of Notice of Grant of Security Interest in Trademarks (this "Release"), dated as of the 13th day of February, 2009, made by **Bank of America, N.A., as Collateral Agent**, (hereinafter the "Administrative Agent"), in favor of **Take-Two Interactive Software, Inc. (successor-in-interest to Poptop Software, Inc.)** (hereinafter the "Pledgor").

R E C I T A L S

A. The Pledgor and Administrative Agent entered into a certain Notice of Grant of Security Interest in Trademarks, dated as of **December 7, 1999** and recorded with the United States Patent & Trademark Office on **August 22, 2002** at **Reel 2569, Frame 0587** (the "Agreement"); capitalized terms used herein and not defined shall have the meanings set forth in the Agreement, pursuant to which the Pledgor granted to Administrative Agent a lien on and security interest in certain Trademark Collateral owned by the Pledgor.

B. In accordance with the terms of the Agreement, the Pledgor has satisfied all of its outstanding obligations under the Agreement and, in connection therewith, the Pledgor has requested Administrative Agent to release, and Administrative Agent has agreed to release, its lien on all trademark collateral pledged pursuant to the Agreement.

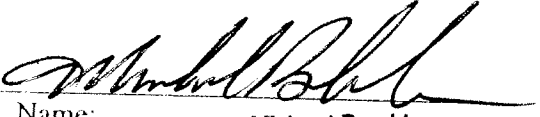
A G R E E M E N T

Administrative Agent hereby releases and terminates all right, title and interest pledged, hypothecated, assigned, transferred, deposited and granted to it by the Pledgor pursuant to the Agreement in all trademark collateral, including without limitation, the trademarks identified on Exhibit A annexed hereto (collectively, the "Released Collateral"), the goodwill associated with and symbolized by the trademarks identified on Exhibit A, and all liens, security interests, charges or other encumbrances in favor of Administrative Agent in the Released Collateral shall hereby terminate and revert to the Pledgor and all right, title and interest of Administrative Agent in the Released Collateral will hereby cease, terminate and become void.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, this Release has been executed as of the date first written above.

Bank of America, N.A., as Collateral Agent
as Administrative Agent

By: 
Name: _____ **Michael Brashler** _____
Title: _____ **Vice President** _____

[Release of Notice of Grant of Security Interest in Trademarks Signature Page]

EXHIBIT A

TRADEMARKS BEING RELEASED

(Security Interest: Bank of America, N.A., as collateral agent,
Signed: Dec. 7, 1999, Recorded: Aug. 22, 2002. R/F 2569/0587)

Mark	Country	Serial No./ Filing Date	Reg. No./ Reg. Date	Int. Class
RAILROAD TYCOON	U.S. Federal	75489582 May 22, 1998	2398403 Oct. 24, 2000	9 16
SID MEIER'S RAILROAD TYCOON and design	U.S. Federal	74065156 Jun. 4, 1990	1743313 Dec. 29, 1992	28
RAILROAD TYCOON II	U.S. Federal	75698976 May 6, 1999	2341042 Apr. 11, 2000	9 16
TROPICO	U.S. Federal	75826607 Oct. 19, 1999	2576522 Jun. 4, 2002	9 16 28