Telephonic Auction

By Order of the Receiver, Featuring Exceptional Gaming Assets Developed by 38 Studios & Big Huge Games.

STARTING: December 11, 2013 – 10:00 am EST

Terms of Sale

Please Go Online For Additional Terms and Conditions Before Registering and Bidding

Contact Information

Nick Jimenez, **Tel:** 203.733.7191
Email: njimenez@hgpauction.com

Scan this QR Code with your smartphone for More Information.

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www.hgpauction.com

Items subject to prior sale. Buyers are advised & encouraged to inspect equipment and read all Terms and Conditions prior to auction.

LOT 2 - "RISE OF NATIONS"

This lot consists of Rise of Nations, Rise of Nations: Thrones and Patriots, and Rise of Legends. Rise of Nations, and its expansion pack, Rise of Nations: Legends, are widely considered classics in the strategy video game genre. Rise of Legends is the spiritual successor to Rise of Nations, and is set in a distinctive "steampunk" universe. A purchaser will receive all source code and object code, and all music, art and other development assets. Subject to the rights of the purchaser of Lot 2, a purchaser will also receive intellectual property rights in the form of world-wide trademark applications and registrations and common law copyrights in the characters, landscapes, screen images, etc. In conjunction with these rights, a purchaser shall be free to develop derivative works including expansions (subject to a royalty payable to Microsoft), sequels, spin-offs or other subsequent works, but excepting ports of the original titles. The sale of this lot is subject to the applicable rights of third parties, including Microsoft's continuing publishing rights for the original title and the middleware and other technology licenses described in further detail in the background documentation contained on the VDR. To the extent this lot includes code underlying the Big Huge Engine, such rights to that code shall be non-exclusive and subject to the rights of other purchasers of certain lots.

TECHNICAL POINTS

PROJECT STATE
• Completion Status: Completed
 - Triple 'A' Title Metacritic score: 84
 - Game of the Year: Gamespy

CODE BASE AND CORE
• Primary Language: C++, STD C++03
• Languages: C++, C, ASM, BHScript Big Huge Games scripting
• Custom data types, macros, base memory allocations
• Compiler Used: Visual Studio 2008
• Graphics API: DirectX 9c
• Content/Data Architecture:
 - XML (MSXML4 standard), BIG file pack system, Big Huge Games' custom content packaging system
• Localization: Custom, XML based and code based markers
• Renderer
 - Full 3D - Direct3D, Level of Detail support, Hardware Texture and Lighting, Optional – Shader Model 2.x, 3.0, Optional – Normal/Bump Map support, Optional – Post processing, HDR, bloom, Optional – Realtime hardware shadows
• Code Size, Total Code Lines: 1,302,219 (excluding comments, whitespace lines), Project Specific (approx.): 531,366, Renderer (approx.): 102,943, Networking (approx.): 70,997, Audio (approx.): 23524, Basic/Util (approx.): 69742

MULTIPLAYER
• LAN: Socket Based
• Internet: Sockets / Gamespy Lobby, Gamespy Matchmaking
 - Gamespy 'dedicated' backend systems. (Expired)
 Build WILL need substantial work to refactor internet multiplayer as this option is no longer available for license

VISUAL CONTENT
• 3DS Max, custom plugin exporter for animations, meshes, and FX

PLAYABLE CONTENT
• Custom in-engine editor for map, scenario, script, ai, and campaign creation

AUDIO
• CODAGame Audio systems – CreativeLabs
• EAX – Creative Labs

PATCHING SYSTEM
 - RTPatch, standard

PRIMARY ASSET COUNTS
• Audio: Units: 1534
• Audio: Music Tracks: 79
• Audio: Buildings: 242
• Audio: Feedback: 226
• Audio: Ambient: 109
• Audio: FX: 87
• Building Textures Total: 486
 - Normal Maps: 196, Diffuse Textures: 191,
Team Color Maps: 22
• Building Models Total: 492
 - LOD Models: 204
• Building Animations: 265
• Building FX: 34
• Unit Textures Total: 1310
 - Diffuse Textures: 205, Team Color Maps: 152
• Unit Models Total: 840
 - LOD Models: 577
• Unit Animations: 2438
• Interface Textures: 237
• Terrain Textures: 857
• Trees Textures: 659
• Misc Textures: 330
• Misc Models/Meshes: 161

DEPENDENCIES AND LICENSES
• Licensed Dependencies and SDKs
- Novodex 2.3-2005.08.15 Physics SDK , now PhysX, licensed by nVidia
- GameCODA 2005 – Sensaura, now Creative Labs
- Bink 1.7c.2004.12 – Rad Game Tools
- Gamespy 2.00.2005.5.26 – Gamespy Industries
- MAXSDK – 3DSMax SDK Autodesk – Licensed via 3D Studio Max
- RTPatch – PocketSoft
- SpeedTree 1.6.0.2003.12.19 – Interactive Data Visualization
- VTune Performance SDK – Intel
- Dependencies, SDKs, OpenSource
- EAX SDK 4.0 – Creative Labs
- OggVorbis Codec Library
- ZLib Opensource compression library
- Logitech G15 SDK
- WMSDK – Windows Media SDK – Microsoft
- Regexpp – RegEx Extension Lib
• Unknown License
- Rockall Heap Manager SDK
• Proprietary

TECHNICAL POINTS

PROJECT STATE
- Completion Status: Post-Production
- Development is considered in post-production status and includes all needed assets and game features.
- Remaining work includes, content lock, localization, testing iteration, bug fixes, code lock

CODE BASE AND CORE
- Primary Language: C#, Unity Script dialect
- Unity Engine / Development Pipeline Based:
- Allows for multiple platform deployment
-- iDevice, Android, PC, Mac, Web

PLAYABLE CONTENT
- Basic scenario based single-player mode

MULTIPLAYER
- Server-based game browsing and match making
- Turn-based multiplayer with server-side game save data and game statistical data
- Server supported leaderboards and game histories
- Simultaneous active game supports

PRIMARY ASSET COUNTS
- Sprites / Textures: 1047
- Audio: 127 (mp3)
- Unity Script(C#): 308
- Prefabs: 24
- Unity Scnenes: 19

DEPENDENCIES AND LICENSES
- Licensed Dependencies and SDKs
- Unity Pro License Required
    (Optional) Unity iPhone / iPad License
    (Optional) Android License

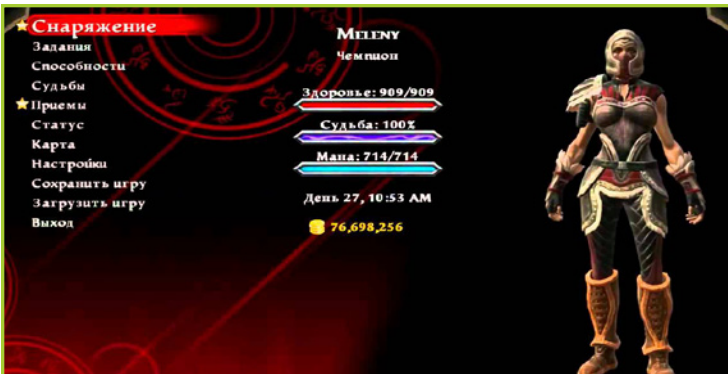## LOT 2 CONTINUED - "RISE OF NATIONS: TACTICS"

Rise of Nations: Tactics. Rise of Nations: Tactics is the completed but unreleased Rise of Nations videogame for mobile platforms. A purchaser will receive all source code, object code, music, art, and other development assets. Subject to the rights of a purchaser of Lot 1, a purchaser will also receive certain intellectual property rights in the form of common law copyrights in the derivative work, and limited trademark rights for the distribution of the game. The sale of this lot is subject to the applicable rights of third parties, including middleware and other technology licenses described in further detail in the background documentation contained on the VDR. To the extent this lot includes code underlying the Big Huge Engine, such rights to that code shall be non-exclusive and subject to the rights of other purchasers of certain lots.

LOT 3 – "AMALUR"

This lot consists of Kingdoms of Amalur: Reckoning and Project Copernicus. Purchasers of this lot will acquire rights in the videogames, lore, and other assets associated with the Amalur fantasy universe. New York Times best-selling fantasy author R.A. Salvatore crafted the history of Amalur and Todd McFarlane, creator of the "Spawn" comic series, served as art director. Kingdoms of Amalur: Reckoning was released for Xbox 360, Playstation 3 and PC. A purchaser will receive all object code, source code, music, art, and other development assets for Reckoning. A purchaser will also receive intellectual property rights in the form of world-wide trademark applications and registrations and common law copyrights in the characters, landscapes, screen images, etc. A purchaser is free to develop derivative works

including sequels and spin-offs. A purchaser may also develop ports, expansions and downloadable content for the original title, but Electronic Arts has the exclusive right to publish such content. A purchaser will also receive rights to Project Copernicus, a.k.a Kingdoms of Amalur. Project Copernicus is a massively multiplayer online role playing game set in the same universe as Kingdoms of Amalur: Reckoning. Project Copernicus is not encumbered by any publishing rights of any party. The sale of this lot is subject to the applicable rights of third parties, including middleware and other technology licenses described in further detail in the background documentation contained on the VDR. To the extent this lot includes code underlying the Big Huge Engine, such rights to that code shall be non-exclusive and subject to the rights of other purchasers of certain lots.

To view a complete asset list,
visit our website @ **www.hgpauction.com**

LOT 4 – "HELIOS"

This lot consists of Helios, 38 Studios' integrated video game management system and social media platform. In Helios, each user profile is three tiered. The tiers consist of a master profile including biographical and billing information for a user, a profile including the gamer nickname and other data related to video game usage, and personas, which contains information regarding in-game characters. Helios tracks in-game elements such as groups, guilds, friends and factions. Helios includes a recommendation engine, which based on the usage information stored with the various profiles, will make recommendations to the player including guilds to join, quests to try, and other in game choices as well as recommendations for out of game purchases. Helios is designed to integrate and permit cross-publishing and data gathering from other social media outlets such as Facebook, Twitter and Google+. Helios also has an achievement system and messaging functionality. A purchaser will acquire all copyrights in Helios and the pending patent application.

Platform Architecture Overview
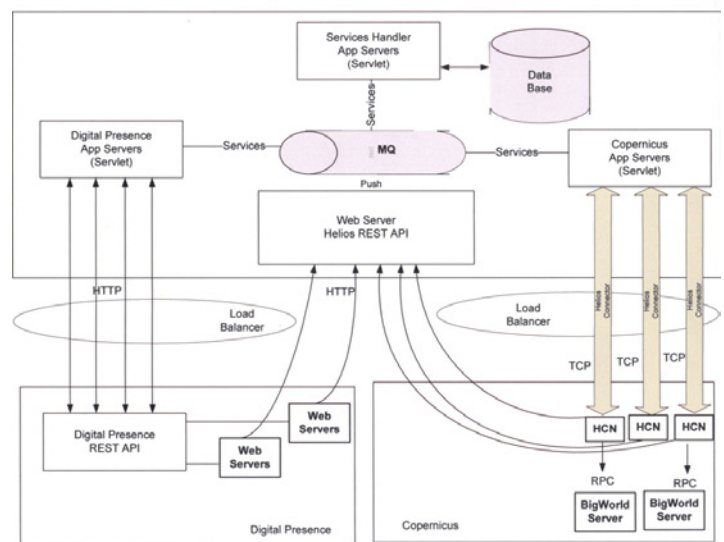
TECHNICAL POINTS

PROJECT STATE
- Completion Status: Prototype Pitch
- **Platform Ai**, Nintendo Wii (not WiiU), Possible PC
- Project Goals Summary, A sandbox style game ie The Sims, Control and manipulate your worshippers called "nins", Manipulate the world around your with the ability to be a 'good god' or an 'evil god', Direct and control "nins" daily life and tasks, Build and design a living world
- **Prototype Stage**
- Basic world and level system in place, "Nin" population and rudimentary behaviors in place, Basic "Nin" tasks system in place, Basic control systems and initial gesture system in place, Rudimentary "Nin" wish and requirments system in place, Prototype / developer sandbox levels built, Pitch and demo levels built

CODE BASE AND CORE
- Primary Language: C++, STD C++TR01
- Languages: C++, C, ASM, LUA
- Compiler Used: Visual Studio 2008
- Graphics API: DirectX 9c
- Content/Data Architecture:
- BinaryXML, Custom SQL database asset management, Excel asset manipulation, Custom build management, packaging, deployment systems, BIG file pack system, Big Huge Games' custom content packaging system
- **Localization:** Custom tools, build generation
- **Code Size:** NA, BHG Engine based prototype

PLATFORMS
- Begin designed and pitched for the Nintendo Wii, Gesture based controls and character manipulation

TECHNOLOGY AND TOOLS
- Prototype Tools and Systems set
- **Technology** based on Big Huge Engine

MULTIPLAYER / INTERNET
- No multiplayer planned in original designs

AUDIO
- FMOD

BUILDS AND DEPLOYMENT
- Custom Asset Management database built on SQL, Revision systems, Multi-User environment editing, Asset history, updates, tracking, etc, Tool integration, editing
- Build Manager system packages content into BIG files, deploys and prepares builds for specific platforms
- Converter System
- Code controlled converters, convert content developed by artists and designers into platform independent data to be packed

TOOLS
- In-Engine Asset Editor
- Primary content development tool; Database controlled asset management, and multi-user editing; All visual content (excluding raw textures and models) are created and implemented in "Levels" in this tool; FX / Particle system editor

ASSET COUNTS
- All assets in prototype stage, no final assets
- Textures: 857; Game Objects (design items and objects): 843; Animations: 763; Prefabs 761; Lua Scripts: 693

DEPENDENCIES AND LICENSES
- Licensed Dependencies and SDKs
- FMOD Audio – Fmod; Perforce – Perforce Source Controls Systems
- LUA; TOLUA++ 1.0.92; DirectX; OpenGL

LOT 5 – "GOD THE GAME"

This lot consists of the in development title God the Game. Purchasers of this lot will receive all development assets including art, music, source code and object code. A purchaser will also acquire all trademark and copyrights associated with this title. This title is not encumbered by any publishing arrangements. The sale of this lot is subject to the applicable rights of third parties, including middleware and other technology licenses described in further detail in the background documentation contained on the VDR. To the extent this lot includes code underlying the Big Huge Engine, such rights to that code shall be non-exclusive and subject to the rights of other purchasers of certain lots.

LOT 6 – "CATAN"

This lot consists of a bundle of rights for property underlying the Xbox Live Arcade title Catan. The transferrable rights in this product are limited to the art, music, code and other development assets. No trademarks for Settlers of Catan, or similar rights to use Catan intellectual property will be transferred to a purchaser. The sale of this lot is subject to the applicable rights of Catan rights holders, and of third parties for middleware and other technology licenses described in further detail in the background documentation contained on the VDR. To the extent this lot includes code underlying the Big Huge Engine, such rights to that code shall be non-exclusive and subject to the rights of other purchasers of certain lots.

TECHNICAL POINTS

PROJECT STATE
- Completion Status: Completed
- Metacritic score: 81

CODE BASE AND CORE
- Primary Language: C++, STD C++03
- Languages: C++,
- Custom data types, macros, base memory allocations
- Compiler Used: Visual Studio 2008
- Graphics API: DirectX 9c
- Content/Data Architecture:
- XML (MSXML4 standard)
- BIG file pack system, Big Huge Games' custom content packaging system
- Localization: Custom, XML based and code based markers
- Primary Platform: Xbox360 Arcade (non-disc based)
- Renderer (BHG Engine Based)
- Full 3D - Direct3D
- Level of Detail support
- Hardware Texture and Lighting
- Code Size – NA, code size included Big Huge Engine in its entirety, non-required code and code resources included in the final executable

MULTIPLAYER
- Xbox360: Xbox Live Multiplayer
- Xbox360 Achievements
- Xbox360 Leaderboards

XBOX LIVE CONTENT:
- Available "gamer pic" images available for purchase

VISUAL CONTENT
- 3DS Max, custom plugin exporter for animations, meshes, and FX

PLAYABLE CONTENT
- Product specifically designed and coded with Settlers of Catan board game in mind. All playable content is related to the Settlers of Catan boardgame only.

AUDIO
- CODAGame Audio systems – CreativeLabs
- EAX – Creative Labs

PATCHING SYSTEM
- RTPatch, standard

PRIMARY ASSET COUNTS
- Audio: Feedback: 86
- Audio: Music: 10
- Interface Textures: 252
- Game Textures: 198
- Animations: 28
- Models: 104

DEPENDENCIES AND LICENSES
- Licensed Dependencies and SDKs
- GameCODA 2005 – Sensaura, now Creative Labs
- Bink 1.7c.2004.12 – Rad Game Tools
- Xbox XDK/SDK Developer license - Microsoft
- Dependencies, SDKs, OpenSource
- EAX SDK 4.0 – Creative Labs
- OggVorbis Codec Library
- ZLib Opensource compression library
- WMSDK – Windows Media SDK – Microsoft
- Regexpp – RegEx Extension Lib

UNUSED CODE DEPENDENCIES
While these items aren't used in the project they are possibly depended on to compile the code base and would need to be removed from the build (or licensed) in order to properly build this code base and distribute.
- Novodex 2.3-2005.08.15 Physics SDK , now PhysX, licensed by nVidia
- VTune Performance SDK – Intel

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ASSET ADVISORY & AUCTION SERVICES

Assets Formerly of:

38 STUDIOS · BIG HUGE GAMES

AUCTIONEER'S NOTE

HGP is pleased to be selected to conduct this Telephonic Auction for:

38 Studios & Big Huge Games

ABOUT THE SALE

- Intellectual property rights in the "Amalur" fantasy universe including:
  - "Project Copernicus" an in development Massively Multiplayer Online Role Playing Game (MMORPG) including a 10,000 year world history, completed character "races" and playable "zones"
  - Sequel rights to the critically acclaimed "Kingdoms of Amalur: Reckoning", including development concepts, game artwork and designs.
  - Merchandise rights and revenue streams associated with the Xbox 360, PS3 and PC title "Kingdoms of Amalur: Reckoning"
- Intellectual property rights in Big Huge Games' properties including the classic PC strategy title "Rise of Nations" as well as "Rise of Legends" and the Xbox Live Arcade title "Catan".
- In house developed video game technology including the "Big Huge Games Engine" and the 38 Studios' gaming, social media and development platform codenamed "Helios"

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Contact Information

Nick Jimenez, **Tel:** 203.733.7191
Email: njimenez@hgpauction.com

A BUYER'S PREMIUM WILL APPLY AT THIS SALE

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REGARDING INTELLECTUAL PROPERTY

Parties interested in purchasing the intellectual properties, in bulk or individually, will be required to complete a non-disclosure agreement. Please go online to download the agreement, print, complete, sign and return to Nick Jimenez via email at njimenez@hgpauction.com

Upon submission of this agreement (Non Disclosure Agreement)., interested parties will be provided access to secure files with complete descriptions and information regarding the intellectual property available at auction. Heritage Global Partners, Inc. makes no representations or warranties as to the validity or accuracy of the information contained therein.

GLOBAL HEADQUARTERS
Hacienda Del Mar
12625 High Bluff Drive
San Diego, CA 92130
Phone: (877) 303.8040
Fax: (866) 388.8595

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