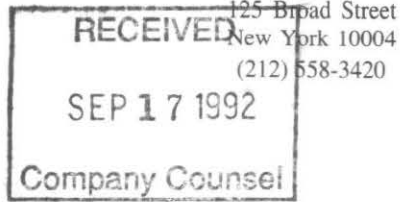


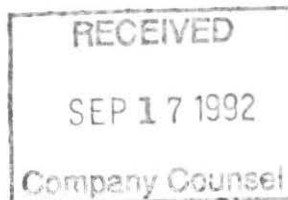
KEVIN MILLER



Lockheed Sanders, Inc.:

Signature Pages, Filing Agreements  
and Forms 4 for execution.  
Please execute and return to  
Kevin Miller.

Thanks  
KM.



SULLIVAN & CROMWELL

September 16, 1992

MEMORANDUM TO: E.P.M. Joosen  
(Philips Electronics N.V.)

Samuel Rozel  
(North American Philips Corporation)

Carol Marshall  
(Lockheed Corporation)

Roger Hoover  
(Lockheed Sanders, Inc.)

FROM: Kevin Miller

RE: NAPC/Activision (formerly Mediagenic) --  
Amendment No. 1 to Schedule 13D

Enclosed please find a draft of Amendment No. 1 to the Schedule 13D previously filed in connection with the acquisition by NAPC of shares of common stock, no par value ("Common Stock"), of Activision, Inc. (formerly Mediagenic) together with four copies of a filing agreement and Form 4.

In order to facilitate the filing of the Amendment, the filing agreement and the Forms 4, upon the distribution of the Trust shares, please have four copies of the appropriate signature pages of the Amendment, the filing agreement and the Forms 4 executed (but not dated) by the designated officer of your company and returned to me. No filing will be made without your consent or without confirmation that the information contained in the