SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 1)

Activision, Inc. (formerly Mediagenic)
(Name of Issuer)

Common Stock, no par value
(Title of Class of Securities)

58445V201 (CUSIP Number)

Andrew S. Rowen
Sullivan & Cromwell
125 Broad Street
New York, NY 10004
(212) 558-4000

Carol R. Marshall Lockheed Corporation 4500 Park Granada Blvd. Calabasas, CA 91399 (818) 876-2380

(Name, address and telephone number of person authorized to receive notices and communications)

September __, 1992
(Date of Event which requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box: /_/

Check the following box if a fee is being paid with this statement: //

CUSI	P NO. 58445V201
1.	Name of Reporting Person S.S. or I.R.S. Identification No. of Above Person
	Philips Electronics N.V. I.R.S. Identification No. not applicable
2.	Check the Appropriate Box if a Member of a Group
	(a) <u>/X/</u>
	(b) <u>//</u>
3.	SEC Use Only
4.	Source of Funds
5.	Check Box if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)
6.	Citizenship or place of Organization The Netherlands
Nu	mber of 7. Sole Voting Power

11. Aggregate Amount Beneficially Owned by Each Reporting Person

Shared Voting Power

Sole Dispositive Power

Shared Dispositive Power

Shares

8.

9.

10.

Beneficially

Owned By

Each

Person

With

Reporting

12. Check if the Aggregate Amount in Row (11) Excludes
Certain Shares

/__/

13. Percent of Class Represented by Amount in Row (11)

14. Type of Reporting Person HC, CO

cusi	P NO. 58445V201
1.	Name of Reporting Person S.S. or I.R.S. Identification No. of Above Person
	North American Philips Corporation I.R.S. Identification No. 13-1895219
2.	Check the Appropriate Box if a Member of a Group
	(a) /X/
	(b) <u>//</u>
3.	SEC Use Only
4.	Source of Funds
5.	Check Box if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)
6.	Citizenship or place of Organization Delaware
	mber of 7. Sole Voting Power Shares 0
Bene	ficially 8. Shared Voting Power ned By

11. Aggregate Amount Beneficially Owned by Each Reporting Person

Sole Dispositive Power

Shared Dispositive Power

Each

Person

With

Reporting

9.

10.

14. Type of Reporting Person CO

cusi	P NO. 58445V201
1.	Name of Reporting Person S.S. or I.R.S. Identification No. of Above Person
	Lockheed Corporation I.R.S. Identification No. 95-0941880
2.	Check the Appropriate Box if a Member of a Group
	(a) <u>/X/</u>
	(b) <u>//</u>
3.	SEC Use Only
4.	Source of Funds
5.	Check Box if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)
6.	Citizenship or place of Organization Delaware
	mber of 7. Sole Voting Power Shares 0
Bene	ficially 8. Shared Voting Power ned By

11. Aggregate Amount Beneficially Owned by Each Reporting Person

Sole Dispositive Power

Shared Dispositive Power

Each

Person

With

Reporting

9.

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12. Check if the Aggregate Amount in Row (11) Excludes
Certain Shares

13. Percent of Class Represented by Amount in Row (11)

14. Type of Reporting Person HC, CO

CUSI	P NO. 58445V201
1.	Name of Reporting Person S.S. or I.R.S. Identification No. of Above Person
	Lockheed Sanders, Inc. I.R.S. Identification No. 02-0230872
2.	Check the Appropriate Box if a Member of a Group
	(a) <u>/X/</u>
	(b) <u>//</u>
3.	SEC Use Only
4.	Source of Funds
5.	Check Box if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)
6.	Citizenship or place of Organization Delaware
	mber of 7. Sole Voting Power Shares 0
Bene	ficially 8. Shared Voting Power ned By

11. Aggregate Amount Beneficially Owned by Each Reporting Person

Sole Dispositive Power

Shared Dispositive Power

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Each Reporting

Person

With

12. Check if the Aggregate Amount in Row (11) Excludes
Certain Shares

13. Percent of Class Represented by Amount in Row (11)

14. Type of Reporting Person CO

This Amendment No. 1 (the "Amendment"), to the Schedule 13D, dated July 22, 1992 (the "Original Statement"), relates to the acquisition by North American Philips Corporation ("NAPC") of shares of common stock, no par value, of Activision, Inc. (formerly Mediagenic) (the "Issuer"). This Amendment is being filed by (i) Philips Electronics N.V. ("Philips"), a Netherlands corporation, (ii) NAPC, a Delaware corporation and an indirect wholly owned subsidiary of Philips, (iii) Lockheed Sanders, Inc. ("Sanders"), a Delaware corporation and a wholly owned subsidiary of Lockheed Corporation, a Delaware corporation ("Lockheed"), and (iv) Lockheed. Capitalized terms not defined herein have the meanings set forth in the Original Statement.

Item 5 is hereby supplemented and amended as follows:

Item 5. Interest in Securities of the Issuer.

Pursuant to an amendment to the Issuer's

Certificate of Incorporation, the Issuer announced a

10-for-1 reverse stock split (the "Reverse Stock Split")

and, a change in its name from Mediagenic to Activision,

Inc. Pursuant to the terms of the Reverse Stock Split,

NAPC/Sanders surrendered certificates representing

26,295,010 shares of Common Stock to Continental Stock

Transfer and Trust Company, as stock transfer agent, in

exchange for certificates representing 2,629,510 post

Reverse Stock Split shares of common stock, no par value ("Activision Common Stock"), of the Issuer.

On September ___, 1992, Continental Stock Transfer and Trust Company, as nominee for certain unsecured creditors of the Issuer, distributed certificates representing the Trust Shares. Pursuant to such distribution, NAPC/Sanders received _____ shares of Activision Common Stock in final satisfaction of the Unsecured Claim.

Each of the Reporting Persons is deemed to beneficially own the number of shares of Activision Common Stock and, based on information contained in the most recent publicly available filings of the Issuer with the Securities and Exchange Commission, the percentage of the class of Activision Common Stock listed in the responses to Items 11 and 13, respectively, of the cover page filed herewith relating to such Reporting Person. In addition, the number of shares of Activision Common Stock deemed beneficially owned by each Reporting Person with respect to which such Reporting Person (i) has sole voting power, (ii) shares voting power, (iii) has sole dispositive power and (iv) shares dispositive power are listed in the responses to Items 7, 8, 9 and 10, respectively, of the cover page filed herewith relating to such Reporting Person.

Item 7. Material to be Filed as Exhibits.

Exhibit

Description

(f)

Filing Agreement, dated September __, 1992, among Philips, NAPC, Lockheed and Sanders.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

PHILIPS ELECTRONICS N.V.

		F.P. Carrubba Executive Vice President	
Dated:	. 199	Troblacine	

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

NORTH AMERICAN PHILIPS CORPORATION

		 ame:	Samuel J. Rozel Senior Vice President and Secretary
Dated:	 199_		

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

LOCKHEED CORPORATION

	Name: C. R. Marshall Title: Vice President- Secretary
Dated:, 19)_

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

LOCKHEED SANDERS, INC.

		Bv	
		Name:	Roger K. Hoover Secretary
Dated:	, 199_		

INDEX TO EXHIBITS

Exhibit No.	Exhibit	Page
(f)	Filing Agreement, dated September, 1992, among Philips, NAPC, Lockheed and Sanders	

FILING AGREEMENT

Pursuant to Rule 13d-1(f) promulgated under the Securities Exchange Act of 1934, the undersigned hereby agree to the joint filing of this Amendment No. 1 to the Statement on Schedule 13D, dated July 22, 1992.

This Agreement may be executed in any number of counterparts, each of which shall be deemed an original, but all of which shall constitute one and the same instrument.

Dated: _____ __, 1992

PHILIPS ELECTRONICS N.V.

Name: F.P. Carrubbe

Title: Executive Vice President

NORTH AMERICAN PHILIPS CORPORATION

Name: Samuel J. Rozel

Title: Senior Vice Preisdent and

Secretary

LOCKHEED CORPORATION

Name: C.R. Marshall

Title: Vice President - Secretary

LOCKHEED SANDERS, INC.

Name: Roger K. Hoover

Title: Secretary

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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OMB Number 3235-0287 Expires: February 1, 1994 Estimated average burden hours per response 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person Philips Electronics N.V.						cker or Trading S . (formerly			Relationship of Repor (Check all Director	ting Person t applicable)	o Issuer 10% Owner	
(Last)	(First) weg 1, 5621 NS	(Middle)	3. IRS or Social Security Number of Reporting Person (Voluntary)			ty 4. Statement for			Officer (give title below		Other (specify below)	
	(Street)					5. If Amenda Date of O (Month/Y	riginal				-	
(City)	(State)	(Zip)			Table	I — Non-Derivat	ive Securiti	es Acquired, Dis	posed of, or Beneficia	ally Owned		
1. Title of Security (Instr. 3)			2. Transaction Date (Month/	3. Tra acti Coo (Ins	ion	4. Securities Ac or Disposed (Instr. 3, 4 a	of (D)		5. Amount of Securities Beneficially Owned at End of	6. Owner-ship Form: Direct (D) or	7. Nature of In- direct Bene- ficial	
				Day/ Year)	Code	v	Amount	(A) or (D)	Price	Month (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Owner- ship (Instr. 4)
Common stock,	no par value			J			A	See Explanation	1	1	By North American Philips Corporatio	
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U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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OMB Number 3235-0287 Expires: February 1, 1994 Estimated average burden hours per response 0.5

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person	2. Issuer	Name a	nd Tic	ker or Trading Sy	ymbol	6. 1	6. Relationship of Reporting Person to Issuer (Check all applicable)			
North American Philips Corporation	Activi	sion,	Inc	. (formerly	Mediag	enic)	Director	X	10° Owner	
(Last) (First) (Middle) 100 East 42nd Street	3. IRS of Numb Persor	r Social er of Re 1 (Volun	porting	y 4. Statement t Month/Yea	or ur		Officer (give title below		Other (specify below)	
(Street) New York, New York 10017	13-1895219			5. If Amendment, Date of Original (Month/Year)						
(City) (State) (Zip)			Table I	l — Non-Derivati	ve Securiti	es Acquired, Disp	oosed of, or Beneficia	ally Owned		
1. Title of Security (Instr. 3)	2. Transaction Date (Month/ Day/ Year)	action Code (Instr. 8)		4. Securities Acq or Disposed o (Instr. 3, 4 an	of (D)		5. Amount of Securities Beneficially Owned at End of	6. Owner-ship Form: Direct (D) or	7. Nature of In- direct Bene- ficial	
		Code	V	Amount	(A) or (D)	Price	Month (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Owner- ship (Instr. 4)	
Common stock, no par value		J			A	See Explanation	1	D		
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U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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OMB Number 3235-0287 Expires: February 1, 1994 Estimated average burden hours per response 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

Name and Address of Reporting Person	2. Issuer Name and Ticker or Tradin Activision, Inc. (former						Relationship of Reporting Perso (Check all applicable)	
Lockheed Corporation (Last) (First) (Middle) 4500 Park Granada Blvd.	-3. IRS or Social Security Number of Reporting Person (Voluntary)			y 4. Statement	for	enicy	Officer (give Officer below)			
(Street) Calabasas, California 91399	95–09	41880		5. If Amendr Date of O (Month/Ye	riginal					
(City) (State) (Zip)		9	ally Owned							
1. Title of Security (Instr. 3)	2. Transaction Date (Month/	Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of	6. Owner- ship Form: Direct (D) or	7. Nature of In- direct Bene- ficial	
	Day/ Year)	Code	V	Amount	(A) or (D)	Price	Month (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Owner- ship (Instr. 4)	
Common stock, no par value		J			A	See Explanatio	n	I	See Explanatio	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting	Person	Issuer Name and Ticker or Trading Symbol Activision, Inc. (formerly Mediagenic)						Relationship of Reporting Person to Issuer (Check all applicable) Director X 10% Owner				
(Last) (First) 65 Spit Brook Road	(Middle)	3. IRS o		Securi	ty 4. Statement	for		Officer (give Other (specify below)				
(Street) Nashua, New Hampshire	03061	02-0230872			5. If Amend Date of C (Month/Y)riginal						
(City) (State)	(Zip)			Table	I — Non-Deriva	itive Securiti	es Acquired, Dis	posed of, or Beneficia	ally Owned			
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of	6. Owner- ship Form: Direct (D) or	7. Nature of In- direct Bene- ficial		
			Code	V	Amount	(A) or (D)	Price	Month (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Owner- ship (Instr. 4)		
Common stock, no par va	lue		J			A	See Explanation	on	1	See Explanatio		
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