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RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE

05-22-2000

06-21-2000

U.S. Patent & TMO/TM Mail Rcpt Dt. #11

MRO
5.22.u



To the Honorable Assistant Commissioner
for Trademarks: Please rec

101386287 copy thereof.

1. Name of conveying party(ies):

Universal Concert Company

Individual(s) Association
X General Partnership Limited Partnership
State of Organization: Colorado
Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: HOB Concerts Company

Internal Address: _____

Street Address: Universal Amphitheater, 100 Universal City Plaza,
Building 5454

City: Universal City, California 91608

Individual(s) citizenship _____
Association _____
X General Partnership (Colorado General Partnership)
Corporation-State _____
Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger
Security Agreement X Change of Name
Other _____

Execution Date: December 15, 1999

Application number(s) or trademark number(s):

A. Trademark Application No(s).

75/681,788
75/681,548
75/428,508
75/428,963
75/428,713
75/428,494
75/428,525
75/428,962
75/419,291
75/422,334
75/428,712
75/428,564

B. Trademark registration No(s).

2,017,659
2,298,865
2,298,855

Additional numbers attached? Yes No

4. Name and address of party to whom correspondence concerning document should be mailed:

Name: Kirt S. O'Neill
Internal Address: AKIN, GUMP, STRAUSS,
HAUER & FELD, L.L.P.
Street Address: P.O. Box 12870
City: San Antonio State: TX Zip: 78212

5. Total number of applications and registrations involved: 15

6. Total fee (37 C.F.R. § 3.41) \$ 600.00
 Enclosed
Authorized to be charged to deposit account

7. Deposit account number:

01-0477 (charge only if overage or insufficiency)
(Attach duplicate copy of this page if paying by deposit account)

06/20/2000 DNGUYEN 00000255 75681788

01 FC:481
02 FC:482

40.00 DP
350.00 DP

DO NOT USE THIS SPACE

Rep'n. Ref: 06/20/2000 DNGUYEN 0013311600
DMS#010477 Name/Number: 75681788 \$210.00 CR
FC: 704

8. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Kirt S. O'Neill
Kirt S. O'Neill

5-18-00
Date

Total number of pages including cover sheet, attachments and document: 4

FIFTH AMENDMENT TO THE AMENDED AND RESTATED

GENERAL PARTNERSHIP AGREEMENT

OF

HOB CONCERTS COMPANY

THIS FIFTH AMENDMENT TO THE AMENDED AND RESTATED GENERAL PARTNERSHIP AGREEMENT OF HOB CONCERTS COMPANY (this "Fifth Amendment") is made and entered into as of December 15, 1999, by and between House of Blues Concerts, Inc. (formerly named Universal Concerts, Inc.) ("House of Blues Concerts") and HOB Concerts Events, Inc. (formerly named Universal Events, Inc.) ("HOB Concerts Events").

WITNESSETH

WHEREAS, HOB Concerts Company, a Colorado General Partnership (the "Partnership") was formed pursuant to a General Partnership Agreement entered into on March 1, 1987, which agreement was amended and restated in its entirety by that certain Amended and Restated General Partnership Agreement (the "Restated Partnership Agreement") entered into on October 1, 1991, by and between MCA Concerts, Inc. and Every Dog Has Its Day, Inc. ("EDHID"), to which there have been four prior amendments;

WHEREAS, on December 9, 1996, MCA Concerts, Inc. changed its name to Universal Concerts, Inc.;

WHEREAS, on August 29, 1997, EDHID sold, assigned and transferred to Universal Events, Inc. all of its right, title and interest in or to the Fey Concert Company in accordance with the Restated Partnership Agreement and pursuant to the terms of that certain Partnership Interest Purchase Agreement by and between Universal Concerts, Inc., EDHID, and Barry Fey, as evidenced by an Instrument of Assignment of Partnership Interest dated August 29, 1997;

WHEREAS, on November 12, 1999 Universal Concerts, Inc. changed its name to House of Blues Concerts, Inc.;

WHEREAS, on December 15, 1999 Universal Events, Inc. changed its name to HOB Concerts Events, Inc.;

NOW, THEREFORE, the parties hereto agree to amend the Restated Partnership Agreement as follows:

1. The name House of Blues Concerts, Inc. shall be substituted for and replace all references to Universal Concerts, Inc.
2. HOB Concerts Events, Inc. shall be substituted for and replace all references to Universal Events, Inc.
3. Section 2.02 shall be deleted in its entirety and replaced with the following:

Section 2.02. Name.

The business of the Partnership shall be conducted under the name "HOB Concerts Company" or such other name or names as the Partners shall mutually determine. As soon as is practicable following the execution of this Fifth Amendment or any subsequent change in the name or membership of the Partnership, the Partnership shall execute, file and publish any documents and take any other steps as required by the laws of the State of Colorado, and other jurisdictions in which the Partnership does business, with respect to such changes.

All other terms and conditions of the Restated Partnership Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Fifth Amendment as of the date first set forth above.

HOUSE OF BLUES CONCERTS, INC.

By: Adam Friedman
Name: Adam Friedman
Its: Senior Vice President

HOB CONCERTS EVENTS, INC.

By: Adam Friedman
Name: Adam Friedman
Its: Senior Vice President