

Form PTO-1594  
(rev 3/1)

**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

U. S. Department of Commerce  
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

**OGDEN ENTERTAINMENT OF  
FLORIDA, INC.**

Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation **DELAWARE**  
 Other -

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

2. Name and Address of receiving party(ies)

**SMARTPARKS - FLORIDA, INC.  
5656 SILVER SPRINGS BLVD.  
SILVER SPRINGS, FL 34488**

Individual(s) citizenship

Association  
 General Partnership  
 Limited Partnership  
 Corporation **DELAWARE**  
 Other

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

3. Nature of conveyance:

Assignment  Merger  
 Security Agreement  Change of Name  
 Other:

Execution Date: March 6, 2001

4. Application number(s) or registration number(s):

A. Trademark Application No(s).

B. Trademark Registration No(s).  
**2362362**

Additional numbers attached?  Yes  No

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

**Steven M. Rosenthal, Esq.  
SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP  
Four Times Square  
New York, New York 10036**

6. Total number of applications/registrations involved: 1

7. Total fee (37 CFR 3.41) **\$40**

All fees and any deficiencies are authorized to be charged to Deposit Account  
(Our Ref. 041070/4)

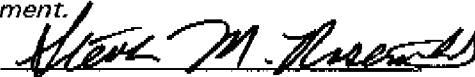
8. Deposit Account No. **19-2385**

DO NOT USE THIS SPACE

9. 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.*

Steven M. Rosenthal



July 30, 2002

Name

Signature

Date

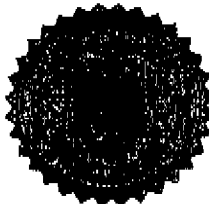
Total number of pages including cover sheet, attachments, and document: 3

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "OGDEN ENTERTAINMENT OF FLORIDA, INC.", CHANGING ITS NAME FROM "OGDEN ENTERTAINMENT OF FLORIDA, INC." TO "SMARTPARKS - FLORIDA, INC.", FILED IN THIS OFFICE ON THE SIXTH DAY OF MARCH, A.D. 2001, AT 9 O'CLOCK A.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2602424 8100

020484778

AUTHENTICATION: 1910459

DATE: 07/30/02  
REEL: 002517 FRAME: 0457

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
OGDEN ENTERTAINMENT OF FLORIDA, INC.**

Ogden Entertainment of Florida, Inc., a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

I. The amendment to the Corporation's Certificate of Incorporation set forth below was duly adopted in accordance with the provisions of Section 242 and has been consented to in writing by the sole stockholder, in accordance with Section 228 of the General Corporation Law of the State of Delaware.

II. Article One of the Corporation's Certificate of Incorporation is amended to read in its entirety as follows:

"First. The name of the Corporation is SmartParks - Florida, Inc."

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be executed by Randal H. Drew, its authorized officer, on this 1<sup>st</sup> day of March, 2001.

*Randal H. Drew, Pres.*  
Randal H. Drew  
President