

07-10-2002



OFFICE OF RECORDATION
TRADEMARKS UNIT

102150041

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

1. Name of conveying party(ies):
Vivendi (a French corporation)
Additional name(s) of conveying party(ies) attached? Yes No
07/02/02

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
Execution Date: June 30, 2000

Street Address: 42, Avenue de Friedland
City: Paris Country: FRANCE
ZIP: 75008
French corporation
Additional name(s) & address(es) attached? Yes No
Designation of Domestic Representative attached? Yes

4. Application number(s) or registration number(s)
If this document is being filed together with a new application, the execution date of the application is _____
A. Trademark Application No.(s)
B. Trademark Registration No.(s)

2,356,546
2,429,035
2,277,468
2,367,457
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Susan C. Shin, Esq.
BROWN RAYSMAN MILLSTEIN FELDER & STEINER LLP
900 Third Avenue
New York, New York 10022
(212) 895-2000

6. Total number of applications and registrations involved: 4
7. Total fee (37 CFR 3.41):..... \$ 115.00
 Check enclosed
 Authorized to be charged to deposit account
8. Deposit account number: 02-4270
(Attach duplicate copy of this page by deposit account)
Please charge any additional fees required, or credit any overpayment, to the above deposit account

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.
Veronica T. Tucci, Esq. *Veronica T. Tucci* July 2, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document:
Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

07/09/2002 DMYRHE

00000113 024270 2356546

01 FC:481
02 FC:482

40.00 CH
75.00 CH

DESIGNATION OF DOMESTIC REPRESENTATIVE

Brown Raysman Millstein Felder & Steiner LLP whose postal address is 900

Third Avenue, New York, New York 10128 is hereby designated as Applicant's representative

upon whom notice or process in proceedings affecting Sofiee's United States Trademark

Registration Nos. 2,356,546; 2,429,035; 2,367,457 and 2,277,468 may be served.

Date: July 2, 2002

By: Veronica J. Tucci
Name: Veronica T. Tucci
Title: Attorney for Applicant

ATTESTATION / ATTESTATION / CERTIFICACION NOTARIAL

Le Notaire soussigné certifie et atteste au vu des documents présentés et en particulier du traité du 30 juin 2000 de fusion absorption de la société :

The undersigned "Notaire"-lawyer and law official- hereby certifies and attests after reading the documents presented , in particular the contract of 30 June 2000 for the merger and acquisition of the following company:

Considerando los documentos presentados y en particular, el tratado del 30 de junio de 2000 relativo a la fusión por absorción de la sociedad:

VIVENDI

42 avenue de Friedland
75008 Paris - France/Francia

par la société : / by the following company: / por la sociedad:

SOFIEE

42 avenue de Friedland
75008 - France/Francia

Et de l'extrait du procès-verbal de l'Assemblée Générale Extraordinaire du 5 décembre 2000 approuvant cette fusion absorption, sous condition suspensive réalisée le 8 décembre 2000, que, la première société a transféré à la seconde l'universalité de son patrimoine et en particulier ses marques, modèles et en général tous ses droits de Propriété Intellectuelle et Industrielle tant en France qu'à l'étranger.
En conséquence, notamment les marques énumérées en annexe sont devenues la propriété de

*And the abstract from the minutes of the Extraordinary General Meeting of December 5 2000 approving said merger and acquisition, subject to suspensive conditions fully executed on December 8th, 2000, that, the former company has transferred to the latter company its entire assets, in particular its trademarks, models and in general all of its intellectual and industrial property rights, both in France and abroad.
Consequently, in particular the trademarks listed in the appendix have become the property of*

Y el extracto del acta de la Asamblea General Extraordinaria del 5 de diciembre de 2000 por la que se aprueba dicha fusión por absorción, bajo condición suspensiva realizada con fecha del 8 de diciembre de 2000. El notario abajo firmante da fe y certifica:

Que la primera sociedad ha transferido a la segunda la totalidad de su patrimonio, especialmente sus marcas y modelos y en general todos sus derechos de Propiedad Intelectual e Industrial tanto en Francia como en el extranjero.

Por consiguiente, las marcas enumeradas en el anexo pasan a ser propiedad de:

SOFIEE

42 avenue de Friedland
75008 Paris - France/Francia

Aux termes de l'Assemblée Générale extraordinaire tenue le 5 décembre 2000, le nom de ladite société a changé en
Pursuant to the Extraordinary General Meeting held on December 5 2000, the name of said company was changed to

A tenor de lo acordado en la Asamblea General Extraordinaria celebrada el 5 de diciembre de 2000, el nombre de dicha sociedad pasa a ser:

VIVENDI UNIVERSAL

En conséquence, les nom et adresse actuels de ladite société sont :
Consequently, the present name and address of said company are as follows:
Por consiguiente, el nombre y dirección actual de dicha sociedad son:

VIVENDI UNIVERSAL

42 avenue de Friedland
75008 Paris - France/Francia

Fait à / Signed in / Dado en Paris 2e
Le / On / A 10 aout 2001
Signature / Signature / Firma
Sceau / Seal / Sello

Justin Henouff, notaire à Paris

TRADEMARK

REEL: 002541 FRAME: 0145

Susan C. Shin
212-895-2099
sshin@brownraysman.com

July 2, 2002

VIA EXPRESS MAIL

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Re: Merger and Assignment of Vivendi with Sofiee
Our Docket No.: 4762/1

Dear Sir/Madam:

We enclose documents to be filed in the United States Patent and Trademark Office, which attest to the merger of Vivendi into Sofiee, with Sofiee as the surviving entity. We hereby enclose:

1. an Attestation of the Merger and Assignment;
2. a Designation of Domestic Representative Form; and
3. a Recordation Form Cover Sheet and duplicate copy.

The Commissioner is authorized to charge one hundred and fifteen dollars (\$115.00) for the filing fee and any deficiencies in the fees or to credit any overpayment to our Deposit Account No. 02-4270.

Please direct all correspondence to:

Susan C. Shin, Esq.
Brown Raysman Millstein Felder & Steiner LLP
900 Third Avenue
New York, New York 10022.

Sincerely yours,

Susan C. Shin - VTT

Susan C. Shin

SCS:VTT:lc
Enclosures