

11-01-2002

Tab settings



To the Honorable Commissioner of

original documents or copy thereof.

1. Name of conveying party(ies):

102268466

10-29-02

Universal Home Video LP

Name: Universal Home Video LLLP

Internal Address:

Street Address: 100 Universal City Plaza

City: Universal City State: CA ZIP: 91608

- Individual(s)
- General Partnership
- Corporation-State
- Other Delaware limited partnership

- Association
- Limited Partnership

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

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Delaware limited liability

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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: May 3, 2002

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

A. Trademark Application No.(s)

1661276

B. Trademark registration No.(s)

see attached

Additional numbers attached? Yes No

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

Name: Anne B. Nielsen

Internal Address: LRW - 6th Floor

Street Address: 100 Universal City Plaza

City: Universal City State: CA ZIP: 91608

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0333

(Attach duplicate copy of this page if paying by 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.

Anne B. Nielsen
Name of Person Signing

10/22/02
Date

Total number of pages comprising cover sheet: 6

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

10/31/2002 LMUELLER 00000253 500333 1661276

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

01 FC:8521
02 FC:8522

40.00 CH
50.00 CH

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK REGISTRATIONS

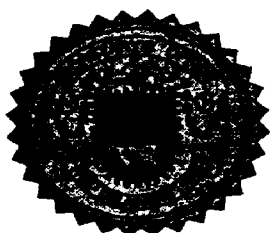
ROCK & READ	1661276
TIMMY THE TOOTH	2044045
WHERE IMAGINATION IS YOUR	2012572
PASSPORT TO ADVENTURE	

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 STATEMENT OF QUALIFICATION OF "UNIVERSAL HOME VIDEO LP", CHANGING ITS NAME FROM "UNIVERSAL HOME VIDEO LP" TO "UNIVERSAL HOME VIDEO LLLP", FILED IN THIS OFFICE ON THE THIRD DAY OF MAY, A.D. 2002, AT 1:15 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3494852 8100

AUTHENTICATION: 1759428

020285442

DATE: 05-03-02

TRADEMARK
REEL: 002608 FRAME: 0634

**State of Delaware
Statement of
Limited Liability Limited Partnership Qualification
of
Universal Home Video LP**

The undersigned, the general partner of Universal Home Video LP, for the purpose of qualifying the limited partnership as a limited liability limited partnership, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 17, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Revised Uniform Limited Partnership Act"), hereby certifies that:

1. The name of the limited partnership is Universal Home Video LP (hereinafter called the "Partnership");
2. The address of the Partnership's principal office is 100 Universal City Plaza, Universal City, CA 91608;
3. The Partnership's principal office is not located in the State of Delaware. The address of the registered office and the name and the address of the registered agent for service of process in the State of Delaware which the Partnership is required to maintain are as follows:

The Corporation Trust Company
1209 Orange Street
Wilmington, Delaware 19801;
4. The number of partners of the Partnership is two;
5. The Partnership elects to be a limited liability limited partnership;
6. The name of the Partnership shall be Universal Home Video LLLP; and
7. The effective date of this statement of qualification shall be May 3, 2002.

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816803.1

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:15 PM 05/03/2002
020284894 - 3494852

TRADEMARK
REEL: 002608 FRAME: 0635

IN WITNESS WHEREOF, the undersigned has executed this Statement of Limited Liability Limited Partnership on this 27 day of May, 2002.

USI Entertainment Inc.

By: 
Name: Sharon Garcia
Title: Secretary

816803.1