

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. 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): Studios USA Television Distribution LLC

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other Limited Liability Company

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

3. Nature of conveyance: Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: August 23, 2002

2. Name and address of receiving party(ies) Universal TV Distribution Holdings LLC

Internal Address:

Street Address: 100 Universal City Plaza Universal City State: CA Zip: 91608

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State

Other Delaware Limited Liability Company

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

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 78/138285; 78/115267; 78/078242

B. Trademark Registration No.(s) 2671923; 2606374; 2588627; 2588624; 2449340

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name Mary A. Donovan, Esq. Internal Address: Donovan & Yee LLP

Street Address 110 Greene Street - Suite 700 City: New York State: NY Zip: 10012

6. Total number of applications and registrations involved: 19

7. Total fee (37 CFR 3.41) \$ 490

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number: 50-0357

(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.

Mary A. Donovan Name of Person Signing

Signature

3/6/03 Date

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

**STUDIOS USA TELEVISION DISTRIBUTION LLC
NAME CHANGE TO
UNIVERSAL TV DISTRIBUTION HOLDINGS LLC**

SCHEDULE OF APPLICATIONS AND REGISTRATIONS

CONTINUATION OF COVER SHEET - ITEM 4

Trademark Application Numbers

76/381462

76/378410

76/378409

Trademark Registration Numbers

2326970

2318740

2221354

2067474

1823330

1808095

1808094

1590220

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF FORMATION OF
STUDIOS USA TELEVISION DISTRIBUTION LLC**

1. The name of the limited liability company is Studios USA Television Distribution LLC.

2. Article 1 of the Certificate of Formation of the limited liability company, as amended, is hereby amended to read as follows:

"FIRST: The name of the limited liability company is Universal TV Distribution Holdings LLC."

IN WITNESS WHEREOF, the undersigned member has executed this Certificate of Amendment this August 23, 2002.

UNIVERSAL TV LLC, member

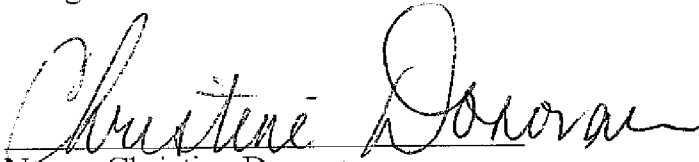


**Sharon S. Garcia
Secretary**

**STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:30 PM 08/23/2002
020534354 - 2855189**

CERTIFICATE OF TRANSMISSION

I hereby certify that the foregoing Recordation Form Cover Sheet (Trademarks Only), Additional Sheet containing Serial Numbers and Registration Numbers and Certificate of Amendment of Certificate of Formation is being facsimile transmitted to the Patent and Trademark Office Assignment Branch on March 6, 2003.

A handwritten signature in cursive script that reads "Christine Donovan". The signature is written in black ink and is positioned above a horizontal line.

Name: Christine Donovan

DONOVAN & YEE ▲ LLP

The Soho Building ▲ 110 Greene Street, Suite 700 ▲ New York, NY 10012

Telephone: 212-226-7700 ▲ Fax: 212-226-1995

E-mail: mdonovan@yeellp.com

FAX COVER SHEET

Date: March 6, 2003

From: Mary A. Donovan, Esq.

Sender's Direct Dial: (212) 226-7700

Client/Matter: 1282

No. of pages: 5 (including this sheet)

To: Assignment Branch

Company: U.S. Patent and Trademark Office

City/Country: Arlington VA

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