

11-19-2002

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



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):

Universal City Studios, Inc.

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

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

2. Name and address of receiving party(ies)

Name: Universal City Studios LLC

Internal Address:

Street Address: 100 Universal City Plaza

City: 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

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: 5/1/02

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

A. Trademark Application No.(s)

76326978

B. Trademark Registration No.(s)

see attached

Additional number(s) 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:

23

7. Total fee (37 CFR 3.41).....\$ 590.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

50-0333

DO NOT USE THIS SPACE

9. Signature.

Anne B. Nielsen

Name of Person Signing

Signature

October 24, 2002

Date

5

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

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

11/18/2002 6TOM11 00000143 500333 76326978

01 FC:8521 40.00 CH 02 FC:8522 550.00 CH

TRADEMARK REEL: 2618 FRAME: 0831

APPLICATIONS

NOTHING BUT THE GOOD STUFF	76/326978
NOTHING BUT THE GOOD STUFF	76/327993

REGISTRATIONS

BE A MOVIE MOGUL & DESIGN	1494577
BLOCK U & DESIGN	851062
DRAGNET	634477
FTV & DESIGN	1494572
MCA	1319774
MCA	1319775
MCA	1304131
MCA	1321263
MCA	1268768
MCA	1143727
MCA	1318682
MCA	1318683
MCA	1294047
MCA	1018732
MCA UNIVERSAL HOME VIDEO & GLOBE DESIGN	1645045
MCA VIDEOCASSETTE INC. & DESIGN	1175988
MOVIE MOGUL	1450099
AMPHITHEATRE DESIGN	1335870
AMPHITHEATRE DESIGN	1338428
AMPHITHEATRE LOGO	1105800
UNIVERSAL AMPHITHEATRE	1113801

**Certificate of Conversion of
Universal City Studios, Inc. to
Universal City Studios LLC**

This Certificate of Conversion to Limited Liability Company, dated as of May 1, 2002, has been duly executed and is being filed by Universal City Studios, Inc., a Delaware corporation (the "Converting Corporation"), to convert the Converting Corporation to Universal City Studios LLC (the "Resulting LLC") under the applicable provisions of the Delaware Limited Liability Company Act (6 Del. C., § 18-101, et seq.) and the General Corporation Law of the State of Delaware (8 Del. C., § 101, et seq.) (the "DGCL").

1. The Converting Corporation was first incorporated on September 29, 1965, by means of the filing of a certificate of incorporation with the Secretary of State of the State of Delaware on such date. The jurisdiction of the Converting Corporation at the time it was first incorporated was the State of Delaware. The jurisdiction of the Converting Corporation immediately prior to the filing of this Certificate of Conversion to Limited Liability Company is the State of Delaware.

2. The name of the Converting Corporation immediately prior to the filing of this Certificate of Conversion to Limited Liability Company is Universal City Studios, Inc.

3. The name of the limited liability company into which the Converting Corporation shall be converted, as set forth in the limited liability company's certificate of formation, which is being filed concurrently with this Certificate of Conversion, is Universal City Studios LLC.

4. The conversion of the Converting Corporation to the Resulting LLC has been approved in accordance with the provisions of Sections 228 and 266 of the DGCL.

5. The conversion of the Converting Corporation to the Resulting LLC shall be effective upon the filing of this Certificate of Conversion to Limited Liability Company and of a certificate of formation of the Resulting LLC with the Secretary of State of the State of Delaware.

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:30 AM 05/01/2002
020276950 - 0630910

Signature Page to Certificate of Conversion to Limited Liability Company

IN WITNESS WHEREOF, the undersigned have caused this Certificate of Conversion to Limited Liability Company to be executed on this 1st day of May, 2002.

UNIVERSAL CITY STUDIOS, INC. (the
"Converting Corporation"), a Delaware corporation

By: 

Name: Sharon Garcia

Title: *Corporate Secretary*

[818234.1]

RECORDED: 10/30/2002

TRADEMARK
REEL: 2618 FRAME: 0834