

11/25/02

11-29-2002

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

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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 [x] Corporation-State [ ] Other Delaware Additional name(s) of conveying party(ies) attached? [x] 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 [x] Other Delaware limited liability company If assignee is not domiciled in the United States, a domestic representative designation is attached: [ ] Yes [x] No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? [x] Yes [ ] No

3. Nature of conveyance: [ ] Assignment [ ] Merger [ ] Security Agreement [x] Change of Name [ ] Other Execution Date: 5/1/02

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2077003 and 1446404 Additional number(s) attached [ ] Yes [x] 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: 2 7. Total fee (37 CFR 3.41) \$ 65.00 [ ] Enclosed [x] 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] Signature 11/19/02 Date

Total number of pages including cover sheet, attachments, and document 5

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

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TRADEMARK REEL: 002624 FRAME: 0774

**CONTINUATION OF INFORMATION**

1. Name of conveying parties:

U-DRIVE PRODUCTIONS, INC. a California corporation.

2. Name and address of receiving parties:

U-DRIVE PRODUCTIONS, INC., located at 10345 West Olympic Blvd., Los Angeles, California 90064, and a California corporation.

**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.

*[Remainder of page intentionally left blank.]*

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 10:30 AM 05/01/2002  
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*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]