

11175102

11-29-2002

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

R

102296184

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

<p>1. Name of conveying party(ies):</p> <p>Universal City Studios LP</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input type="checkbox"/> Other (Delaware)</p> <p>Additional name(s) of conveying party(ies) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: Universal City Studios LLLP</p> <p>Internal Address:</p> <p>Street Address: 100 Universal City Plaza</p> <p>City: Universal City State: CA Zip: 91608</p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input checked="" type="checkbox"/> Other Delaware limited liability limited partnership</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment)</small></p> <p>Additional name(s) & address(es) attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other</p> <p>Execution Date: 5/2/02</p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p> <p>B. Trademark Registration No.(s)</p> <p style="text-align: center;">2077003 and 1446404</p> <p style="text-align: center;">Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
---	--

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Anne B. Nielsen</p> <p>Internal Address: LRW - 6th Floor</p> <p>Street Address: 100 Universal City Plaza</p> <p>City: Universal City State: CA Zip: 91608</p>	<p>6. Total number of applications and registrations involved: 2</p> <p>7. Total fee (37 CFR 3.41).....\$ 65.00</p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:</p> <p>50-0333</p>
---	--

RECEIVED
 FINANCE SECTION
 11/29/02 11:09 AM

DO NOT USE THIS SPACE

9. Signature:

Anne B. Nielsen _____

Name of Person Signing Signature Date: 11/19/02

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

11/27/2002 TDIAZ1 00000127 500333 2077003

01 FC:8521 40.00 CH
 02 FC:8522 25.00 CH

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

TRADEMARK
REEL: 002624 FRAME: 0786

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.

State of Delaware
Statement of
Limited Liability Limited Partnership Qualification
of
Universal City Studios LP

The undersigned, the general partner of Universal City Studios 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 City Studios 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 City Studios LLLP; and
7. The effective date of this statement of qualification shall be May 2, 2002.

[Remainder of page intentionally left blank.]

816803.1

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:30 AM 05/02/2002
020280621 - 0630910

TRADEMARK
REEL: 002624 FRAME: 0788

IN WITNESS WHEREOF, the undersigned has executed this Statement of Limited Liability Limited Partnership on this 14 day of May, 2002.

USI Entertainment Inc.

By: 

Name: Sharon Garcia

Title: Secretary

816803.1

RECORDED: 11/25/2002

TRADEMARK
REEL: 002624 FRAME: 0789