

12-05-2002



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

RI

102302290 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): USI-UCS HOLDINGS LLC 12-2-02
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other Delaware Limited Liability Company
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: USI Entertainment Inc.
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 Delaware
Other
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: May 1, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) SEE ATTACHED
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: 1280/06
Street Address: 100 Universal City Plaza
City: Universal City State: CA Zip: 91608

6. Total number of applications and registrations involved: 8
7. Total fee (37 CFR 3.41): \$ 215.00
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
Date 11/22/02

Total number of pages including cover sheet, attachments, and document: 16

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

12/04/2002 GTON11 00000076 500333 76098379

01 FC:8521 40.00 CH
02 FC:8522 175.00 CH

TRADEMARK REEL: 002628 FRAME: 0885

APPLICATIONS

THE HOTTEST MUSIC IN THE UNIVERSE	76/098379
UNIVERSAL DANCE HITS	76/099477
UNIVERSAL RECORDS & DESIGN	76/059288
UNIVERSAL SMASH HITS	76/098378

REGISTRATIONS

OUR MUSIC IS UNIVERSAL	2259189	---
UNIVERSAL RECORDS	2098208	
UNIVERSAL RECORDS & & GLOBE DESIGN	2168031	
UNIVERSAL SPECIAL PRODUCTS & DESIGN	2458157	

ASSIGNMENT OF TRADEMARKS

WHEREAS, USI-UCS Holdings LLC, a limited liability company organized and existing under the laws of the State of Delaware having its principal place of business at 100 Universal City Plaza, Universal City, California 91608 (“Assignor”), is the owner of all right, title and interest in and to the trademarks listed on the attached Schedule A (the “Trademarks”), and is the owner of the applications and registrations therefor; and


WHEREAS, USI Entertainment Inc. a corporation organized and existing under the laws of the State of Delaware also having its principal place of business at 100 Universal City Plaza, Universal City, California 91608 (“Assignee”), desires to acquire all right, title and interest in and to the aforementioned Trademarks, the goodwill of the business symbolized thereby, and the applications and registrations therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee the Assignor’s entire right, title and interest in and to the Trademarks, the goodwill of the business symbolized thereby, and the applications and registrations therefor.

IN TESTIMONY WHEREOF, the Assignor has caused this Assignment of Trademarks to be executed by its authorized representative.

USI-UCS Holdings LLC

Dated: May 1, 2002

By: 
Name: Anne B. Nielsen
Title: Assistant Secretary

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

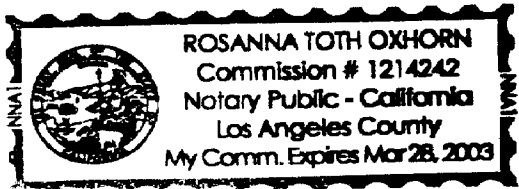
County of Los Angeles

} SS.

On May 1, 2002, before me, Rosanna Toth Oxhorn, Notary Public
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Anne B. Nielsen
Name(s) of Signer(s)

personally known to me
 proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that ~~he/she/they~~ executed the same in ~~his/her/their~~ authorized capacity(ies), and that by ~~his/her/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Rosanna Toth Oxhorn
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Assignment of Trademarks

Document Date: May 1, 2002 Number of Pages: _____

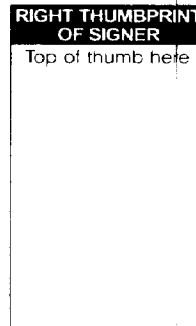
Signer(s) Other Than Named Above: None

Capacity(ies) Claimed by Signer

Signer's Name: Anne B. Nielsen

- Individual
- Corporate Officer — Title(s): Assistant Secretary
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: USI-UCS Holdings LLC



Universal City Studios Inc

Country	Trademark	Classes	App No	App Dt	Reg No	Reg Dt	Status	Owner	IPN
Algeria	UNIVERSAL RECORDS & GLOBE DESIGN	9	960586	4/10/1996	505650	4/10/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,177
Argentina	UNIVERSAL MUSIC	41	2192090	12/11/1998	1798553	7/11/2000	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,121
Argentina	UNIVERSAL MUSIC	9	2192089	12/11/1998		7/11/2000	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,120
Argentina	UNIVERSAL RECORDS & GLOBE DESIGN	9	2021533	2/15/1996	1750766	8/30/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,227
Armenia	UNIVERSAL RECORDS & GLOBE DESIGN	9	960158	3/19/1996	4757	11/3/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,534
Australia	UNIVERSAL MUSIC	9, 41	725105	1/3/1997	725105	1/3/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	15,435
Australia	UNIVERSAL RECORDS & GLOBE DESIGN	9	775325	10/9/1998	775325	10/9/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,006
Austria	UNIVERSAL MUSIC	9, 41	AM7692/98	12/14/1998	180864	3/5/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,108
Austria	UNIVERSAL RECORDS & GLOBE DESIGN	9	944/96	2/9/1996	163,963	4/26/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,326
Bahrain	UNIVERSAL RECORDS & GLOBE DESIGN	9	20150	3/25/1996	20150	8/26/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,332
Benelux	UNIVERSAL MUSIC	9, 41	928376	12/15/1998	0642429	12/15/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,231
Benelux	UNIVERSAL RECORDS & GLOBE DESIGN	9	80775	2/19/1996	595256	2/19/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,389
Bolivia	UNIVERSAL RECORDS & GLOBE DESIGN	9	1733	2/15/1996	69137-C	11/24/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,235
Brazil	UNIVERSAL MUSIC	40, 15	821167812	10/27/1998			Pending Application	UNIVERSAL CITY STUDIOS, INC.	22,990
Brazil	UNIVERSAL MUSIC	41, 2	821167740	10/27/1998			Pending Application	UNIVERSAL CITY STUDIOS, INC.	23,053
Brazil	UNIVERSAL MUSIC	9, 4	821167782	10/27/1998			Pending Application	UNIVERSAL CITY STUDIOS, INC.	22,989
Brazil	UNIVERSAL RECORDS & GLOBE DESIGN	9	819131563	2/14/1996			Pending Application	UNIVERSAL CITY STUDIOS, INC.	18,396

IPN
18,334
18,40
23,43
23,093
24,504
18,412
22,763
22,578
18,420
22,576
18,428
22,803
22,577
18,247
18,438
18,442
18,345

Universal City Studios Inc.

Country	Trademark	Classes	App No	App Dt	Reg No	Reg Dt	Status	Owner	IPN
Brunei Darussalam	UNIVERSAL RECORDS & GLOBE DESIGN	9	26149	5/13/1996	22438		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,338
Bulgaria	UNIVERSAL RECORDS & GLOBE DESIGN	9	33885	2/9/1996	30269	4/10/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,404
Canada	THEN	9, 16, 25	1013519	4/28/1999			Pending Application	UNIVERSAL CITY STUDIOS, INC.	23,439
Canada	UNIVERSAL MUSIC	9, 41	898853	12/8/1998			Pending Application	UNIVERSAL CITY STUDIOS, INC.	23,093
Canada	UNIVERSAL MUSIC HERITAGE SERIES & DESIGN		1132222	2/22/2002			Pending Application	UNIVERSAL CITY STUDIOS, INC.	24,504
Canada	UNIVERSAL RECORDS & GLOBE DESIGN	9	804196	2/12/1996	502355	10/16/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,412
Chile	UNIVERSAL MUSIC	41	409098	3/20/1998	525304	3/20/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	22,763
Chile	UNIVERSAL MUSIC	9	409097	3/20/1998			Pending Application	UNIVERSAL CITY STUDIOS, INC.	22,578
Chile	UNIVERSAL RECORDS & GLOBE DESIGN	9	334,476	2/14/1996	489008	7/3/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,420
China (People's Republic Of)	UNIVERSAL MUSIC	9	9800023664	3/19/1998	1313863	9/14/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	22,576
China (People's Republic Of)	UNIVERSAL RECORDS & GLOBE DESIGN	9	960032647	2/17/1996	1346296	12/21/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,428
Colombia	UNIVERSAL MUSIC	41	98/015,594	3/19/1998	211954	8/27/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	22,803
Colombia	UNIVERSAL MUSIC	9	98/015,592	3/19/1998	211927	8/27/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	22,577
Colombia	UNIVERSAL RECORDS & GLOBE DESIGN	9	968940	2/26/1996	188779	8/23/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,247
Costa Rica	UNIVERSAL RECORDS & GLOBE DESIGN	9	97819	2/13/1996	97819	11/13/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,438
Croatia	UNIVERSAL RECORDS & GLOBE DESIGN	9	Z960189A	2/14/1996	381-04/96-01/0271	9/30/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,442
Cyprus	UNIVERSAL RECORDS & GLOBE DESIGN	9	44787	3/8/1996	44787	3/8/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,345

TRADEMARK

REEL: 002628 FRAME: 0890

Country	Trademark	Classes	App No	App Dt	Reg No	Reg Dt	Status	Owner	IPN
Czech Republic	UNIVERSAL MUSIC W/ UNIVERSAL W/ GLOBE DESIGN	9, 41	OZ178293	3/27/2002			Pending Application	UNIVERSAL CITY STUDIOS, INC.	24,520
Czech Republic	UNIVERSAL RECORDS & GLOBE DESIGN	9	108543	2/13/1996	205461	2/13/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,474
Denmark	UNIVERSAL RECORDS & GLOBE DESIGN	9	00,958,1996	2/9/1996	02,542-1996	4/19/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,484
Ecuador	UNIVERSAL RECORDS & GLOBE DESIGN	9	66147	2/27/1996	3834-98	8/4/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,509
Egypt	UNIVERSAL RECORDS & GLOBE DESIGN	9	99986	3/4/1996			Pending Application	UNIVERSAL CITY STUDIOS, INC.	18,352
Estonia	UNIVERSAL RECORDS & GLOBE DESIGN	9	9700827	4/17/1997	27463	3/11/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,275
Finland	UNIVERSAL MUSIC	9, 41	T1998803995	12/4/1998			Pending Application	UNIVERSAL CITY STUDIOS, INC.	23,091
Finland	UNIVERSAL RECORDS & GLOBE DESIGN	9	818/96	2/15/1996	203314	11/29/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,517
France	JESUS CHRIST SUPERSTAR	9	135606	7/18/1972	635633/1209170	7/15/1992	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	17,130
France	UNIVERSAL MUSIC	9, 41	98/763185	12/8/1998	98763185	12/8/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,097
France	UNIVERSAL RECORDS	9	953937	9/12/1988	1488300	3/31/1989	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	17,204
France	UNIVERSAL RECORDS & GLOBE DESIGN	9	96610047	2/9/1996	96610047	2/9/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,520
Georgia	UNIVERSAL RECORDS & GLOBE DESIGN	9	193/03	2/29/1996	6579	9/11/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,280
Germany	UNIVERSAL MUSIC	9, 41	39870871.1	12/8/1998	39870871	11/19/2001	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,098
Germany	UNIVERSAL RECORDS & GLOBE DESIGN	9	39606241.5	2/10/1996	39606241	5/31/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,532
Greece	UNIVERSAL MUSIC	9, 41	139099	12/14/1998	139099	4/18/2000	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,114
Greece	UNIVERSAL RECORDS & GLOBE DESIGN	9	128,427	2/21/1996	128,427	12/17/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,537

TRADE MARK

Country	Trademark	Classes	App No	App Dt	Reg No	Reg Dt	Status	Owner	IPN
Guatemala	UNIVERSAL MUSIC	41		12/23/1998			Pending Application	UNIVERSAL CITY STUDIOS, INC.	23,111
Guatemala	UNIVERSAL MUSIC	9		12/23/1998	95626		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,111
Guatemala	UNIVERSAL RECORDS & GLOBE DESIGN	9	4601/96	6/14/1996	111808		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,542
Haiti	UNIVERSAL RECORDS & GLOBE DESIGN	9	156-R	2/16/1996	350/109		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,548
Honduras	UNIVERSAL RECORDS & GLOBE DESIGN	9	2175/96	2/29/1996	70359		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,556
Hong Kong	UNIVERSAL MUSIC	41		12/1/1998	2310/2000		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,249
Hong Kong	UNIVERSAL MUSIC	9	16632/98	12/1/1998	2311/2000		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,243
Hong Kong	UNIVERSAL RECORDS & GLOBE DESIGN	9	1887/96	2/14/1996	4886/97		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,566
Hungary	UNIVERSAL MUSIC	9, 41	M9805093	12/10/1998	160632		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,111
Hungary	UNIVERSAL RECORDS & GLOBE DESIGN	9	M96 00493	2/14/1996	146086		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,579
Iceland	UNIVERSAL RECORDS & GLOBE DESIGN	9	211/1996	2/9/1996	770/1996		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,537
India	UNIVERSAL MUSIC	9	820139	9/21/1998			Pending Application	UNIVERSAL CITY STUDIOS, INC.	22,981
Indonesia	UNIVERSAL MUSIC	41	807183	4/20/1998	438121		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	22,607
Indonesia	UNIVERSAL MUSIC	9	807182	4/20/1998	438120		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	22,606
Indonesia	UNIVERSAL RECORDS & GLOBE DESIGN	9	D96 4189	3/7/1996	376370		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,595
Ireland	UNIVERSAL RECORDS & GLOBE DESIGN	9	0888/96	2/8/1996	174365		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,601
Israel	UNIVERSAL MUSIC	41		12/10/1998	124479		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,110
Israel	UNIVERSAL MUSIC	9	124478	12/10/1998	124478		REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,109

TRADEMARK

Country	Trademark	Classes	App No	App Dt	Reg No	Reg Dt	Status	Owner	IPN
Israel	UNIVERSAL RECORDS & GLOBE DESIGN	9	103533	2/21/1996	103533	2/21/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18.6094
Italy	JESUS CHRIST SUPERSTAR	9	34308672	7/12/1972	649666	4/24/1995	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	16.9960
Italy	UNIVERSAL MUSIC	9, 41	RM98C006117	12/14/1998			Pending Application	UNIVERSAL CITY STUDIOS, INC.	23.0992
Italy	UNIVERSAL RECORDS & GLOBE DESIGN	9	RM96C000747	2/13/1996	755618	8/25/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18.6154
Japan	MCA (STYLIZED)	42	4-157133	8/17/1992	3141697	4/30/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	19.659
Japan	UNIVERSAL MUSIC	9, 41	10-108587	12/21/1998	4450798	2/2/2001	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23.095
Japan	UNIVERSAL RECORDING STUDIOS	9, 40, 41	11-70792	8/9/1999	4430321	11/2/2000	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23.524
Japan	UNIVERSAL RECORDS & GLOBE DESIGN	9	8-12910	2/9/1996	432-861	10/1/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18.623
Jordan	UNIVERSAL RECORDS & GLOBE DESIGN	9	TM/A1004	3/19/1996	49154	5/12/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18.357
Latvia	UNIVERSAL RECORDS & GLOBE DESIGN	9	M96396	3/7/1996	M40776	5/20/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18.291
Lebanon	UNIVERSAL RECORDS & GLOBE DESIGN	9		3/9/1996	68354	3/9/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18.361
Macao	UNIVERSAL RECORDS & GLOBE DESIGN	9	N/000349	4/10/1996	N/000349	9/17/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18.635
Macedonia	UNIVERSAL RECORDS & GLOBE DESIGN	9	Z121/96	2/13/1996	06758	2/13/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18.451
Malawi	UNIVERSAL RECORDS & GLOBE DESIGN	9	93/96	2/22/1996	93/96	2/22/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18.193
Malaysia	UNIVERSAL RECORDS & GLOBE DESIGN	9	96-01665	2/12/1996	96-01665	2/12/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18.648
Mexico	UNIVERSAL MUSIC	41	358035	12/15/1998	598906	1/27/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23.119
Mexico	UNIVERSAL MUSIC	9	358034	12/15/1998	598905	1/27/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23.118

TRADEMARK

Country	Trademark	Classes	App No	App Dt	Reg No	Reg Dt	Status	Owner	IPN
Mexico	UNIVERSAL RECORDS & GLOBE DESIGN	9	254479	2/15/1996	522046	5/13/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,664
New Zealand	UNIVERSAL MUSIC	41	302385	12/8/1998	302385	12/8/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,220
New Zealand	UNIVERSAL MUSIC	9	302384	12/8/1998	302384	12/8/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,241
New Zealand	UNIVERSAL RECORDS & GLOBE DESIGN	9	258717	2/12/1996	258717	2/12/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,671
Nicaragua	UNIVERSAL RECORDS & GLOBE DESIGN	9	96-00657	2/16/1996	32826CC FOLIO 206	12/31/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,675
Norway	UNIVERSAL RECORDS & GLOBE DESIGN	9	96-1099	2/19/1996	180113	2/20/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,682
Panama	UNIVERSAL RECORDS & GLOBE DESIGN	9	081185	6/4/1996	81185	6/4/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,690
Papua New Guinea	UNIVERSAL RECORDS & GLOBE DESIGN	9	59331	2/16/1996	A59331	2/16/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,320
Peru	UNIVERSAL RECORDS & GLOBE DESIGN	9	025377	11/8/1996	33173	1/30/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,255
Philippines	UNIVERSAL MUSIC	41	02610	4/13/1998			Pending Application	UNIVERSAL CITY STUDIOS, INC.	22,618
Philippines	UNIVERSAL MUSIC	9	02611	4/13/1998			Pending Application	UNIVERSAL CITY STUDIOS, INC.	22,571
Philippines	UNIVERSAL RECORDS & GLOBE DESIGN	9	110872	8/23/1996			Pending Application	UNIVERSAL CITY STUDIOS, INC.	18,637
Poland	UNIVERSAL MUSIC	9, 41	Z-195,483	12/11/1998			Pending Application	UNIVERSAL CITY STUDIOS, INC.	23,107
Poland	UNIVERSAL RECORDS & GLOBE DESIGN	9	156249	2/13/1996	106033	2/13/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,702
Portugal	UNIVERSAL MUSIC	9	323783 S	5/8/1997	323783 S	12/17/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	15,933
Portugal	UNIVERSAL RECORDS & GLOBE DESIGN	9	315829	3/6/1996	315829	11/18/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,641
Puerto Rico	UNIVERSAL RECORDS & GLOBE DESIGN	9	Not assigned	5/3/1996	39634	5/3/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,708

IPN	Owner	IPN
18,366	UNIVERSAL CITY STUDIOS, INC.	18,366
18,456	UNIVERSAL CITY STUDIOS, INC.	18,456
18,382	UNIVERSAL CITY STUDIOS, INC.	18,382
18,656	UNIVERSAL CITY STUDIOS, INC.	18,656
18,483	UNIVERSAL CITY STUDIOS, INC.	18,483
18,682	UNIVERSAL CITY STUDIOS, INC.	18,682
18,690	UNIVERSAL CITY STUDIOS, INC.	18,690
18,320	UNIVERSAL CITY STUDIOS, INC.	18,320
18,255	UNIVERSAL CITY STUDIOS, INC.	18,255
22,618	UNIVERSAL CITY STUDIOS, INC.	22,618
22,571	UNIVERSAL CITY STUDIOS, INC.	22,571
18,637	UNIVERSAL CITY STUDIOS, INC.	18,637
23,107	UNIVERSAL CITY STUDIOS, INC.	23,107
18,702	UNIVERSAL CITY STUDIOS, INC.	18,702
15,933	UNIVERSAL CITY STUDIOS, INC.	15,933
18,641	UNIVERSAL CITY STUDIOS, INC.	18,641
18,708	UNIVERSAL CITY STUDIOS, INC.	18,708

Universal City Studios Inc.

Country	Trademark	Classes	App No	App Dt	Reg No	Reg Dt	Status	Owner	IPN
Qatar	UNIVERSAL RECORDS & GLOBE DESIGN	9	14645	2/24/1996			Pending Application	UNIVERSAL CITY STUDIOS, INC.	18,366
Romania	UNIVERSAL RECORDS & GLOBE DESIGN	9	12167	2/13/1996	27709	2/13/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,456
Saudi Arabia	UNIVERSAL RECORDS & GLOBE DESIGN	9	32918	2/11/1996	39476	2/15/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,382
Singapore	UNIVERSAL RECORDS & GLOBE DESIGN	9	154796	2/12/1996	154796	2/14/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,656
Slovak Republic	UNIVERSAL RECORDS & GLOBE DESIGN	9	0423-96	2/14/1996	185429	5/24/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,483
Slovenia	UNIVERSAL RECORDS & GLOBE DESIGN	9	9670249	2/16/1996	9670249	2/16/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,481
South Africa	UNIVERSAL MUSIC	41	9806218	4/15/1998	9806218	4/15/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	22,621
South Africa	UNIVERSAL RECORDS & GLOBE DESIGN	42	96/3577	3/15/1996			Pending Application	UNIVERSAL CITY STUDIOS, INC.	20,742
South Africa	UNIVERSAL RECORDS & GLOBE DESIGN	9	96/1710	2/12/1996	96/01710	2/12/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,202
South Korea	UNIVERSAL MUSIC	9, 41	98-1710	12/11/1998	841	1/20/2000	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,103
South Korea	UNIVERSAL RECORDS & GLOBE DESIGN	51	96-5052	2/10/1996	383929	11/27/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,630
Spain	UNIVERSAL MUSIC	41	2202627	12/16/1998	2202627	12/16/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,101
Spain	UNIVERSAL MUSIC	9	2202626	12/16/1998	2202626	12/16/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,100
Spain	UNIVERSAL RECORDS & GLOBE DESIGN	9	2011375	2/9/1996	2011375	2/9/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,713
Sweden	JESUS CHRIST SUPERSTAR	9	3119	7/11/1972	148803	10/4/1994	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	16,966
Sweden	UNIVERSAL MUSIC	9, 41	98-09292	12/10/1998			Pending Application	UNIVERSAL CITY STUDIOS, INC.	23,106

Country	Trademark	Classes	App No	App Dt	Reg No	Reg Dt	Status	Owner	IPN
Sweden	UNIVERSAL RECORDS & GLOBE DESIGN	9	96-01517	2/7/1996	326871	4/30/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,711
Switzerland	UNIVERSAL MUSIC	9, 41	1027/1/1998	12/11/1998	462393	6/21/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,101
Switzerland	UNIVERSAL RECORDS & GLOBE DESIGN	9	00876/1996	2/9/1996	435501	2/9/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,725
Taiwan	UNIVERSAL MUSIC	41	87059603	12/10/1998	122163	3/16/2000	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,091
Taiwan	UNIVERSAL MUSIC	42	88030929	6/25/1999	141453	3/31/2001	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,479
Taiwan	UNIVERSAL MUSIC	9	87059602	12/10/1998	943144	4/30/2001	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	24,153
Taiwan	UNIVERSAL RECORDS & GLOBE DESIGN	9	85007936	2/14/1996	759867	4/30/1993	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,734
Thailand	UNIVERSAL RECORDS & GLOBE DESIGN	9	305878	4/9/1996	TM62593	9/2/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,742
Trinidad And Tobago	UNIVERSAL RECORDS & GLOBE DESIGN	9	Unknown	3/29/1996	25295	3/29/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,751
Tunisia	UNIVERSAL RECORDS & GLOBE DESIGN	9	EE.96.0362	3/26/1996	EE960362	9/15/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,211
Turkey	UNIVERSAL MUSIC	41	1998/18504	12/24/1998	204168	12/24/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,250
Turkey	UNIVERSAL MUSIC	9	1998/18505	12/24/1998	206147	12/24/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,104
Turkey	UNIVERSAL RECORDS & GLOBE DESIGN	9	167895	2/15/1996	167895	2/15/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,759
Ukraine	UNIVERSAL RECORDS & GLOBE DESIGN	9	96030635	3/1/1996	15589	8/5/2000	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,299
United Arab Emirates	UNIVERSAL RECORDS & GLOBE DESIGN	9	15008	2/25/1996	6994	11/10/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	15,564
United Kingdom	HALF MOON	9	2130449	4/23/1997	2130449	4/23/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	16,201
United Kingdom	UNIVERSAL MUSIC	9, 41	2184199	12/10/1998	2184199	12/10/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,096
United Kingdom	UNIVERSAL RECORDS & GLOBE DESIGN	9	2056311	2/9/1996	2056311	2/9/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,765

TRADEMARK

Country	Trademark	Classes	App No	App Dt	Reg No	Reg Dt	Status	Owner	IPN
United States	HOTTEST MUSIC IN THE UNIVERSE, THE	9	76/098379	7/31/2000			Pending Application	UNIVERSAL CITY STUDIOS, INC.	23,950
United States	OUR MUSIC IS UNIVERSAL	41	75/455962	3/24/1998	2259189	7/6/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	22,596
United States	UNIVERSAL DANCE HITS	9	76/099477	7/31/2000			Pending Application	UNIVERSAL CITY STUDIOS, INC.	23,949
United States	UNIVERSAL RECORDS	9	75/044833	1/17/1996	2098208	9/16/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	17,404
United States	UNIVERSAL RECORDS & DESIGN	9	76/059288	5/30/2000			Pending Application	UNIVERSAL CITY STUDIOS, INC.	23,914
United States	UNIVERSAL RECORDS & GLOBE DESIGN	9	75/067656	3/5/1996	2168031	6/23/1998	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	20,494
United States	UNIVERSAL SMASH HITS	9	76/098378	7/31/2000			Pending Application	UNIVERSAL CITY STUDIOS, INC.	23,951
United States	UNIVERSAL SPECIAL PRODUCTS & DESIGN	9	75/681160	4/12/1999	2458157	6/5/2001	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,418
Uruguay	UNIVERSAL RECORDS & GLOBE DESIGN	9	285258	3/6/1996	285258	7/14/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,261
Uzbekistan	UNIVERSAL RECORDS & GLOBE DESIGN	9	MBGU 9600562.3	4/17/1996	6504	7/7/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,305
Venezuela	JESUS CHRIST SUPERSTAR (JESUCRISTO SUPERESTRELLA)	9	5286	7/13/1972	74031-F	8/8/1973	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	17,125
Venezuela	UNIVERSAL MUSIC	41	23,327-98	12/15/1998	S-011020	9/10/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,117
Venezuela	UNIVERSAL MUSIC	9	23,328-98	12/15/1998	P-215371	9/10/1999	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	23,116
Venezuela	UNIVERSAL RECORDS & GLOBE DESIGN	9	2592-96	2/27/1996	P-200839	10/31/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,770

TRADEMARK

Universal City Studios Inc.

Country	Trademark	Classes	App No	App Dt	Reg No	Reg Dt	Status	Owner	IPN
Vietnam	UNIVERSAL RECORDS & GLOBE DESIGN	9	27627	3/6/1996	3670/QDNH	11/27/1996	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	15,557
Zambia	UNIVERSAL RECORDS & GLOBE DESIGN	9	91/96	2/19/1996	91/96	7/21/1997	REGISTERED	UNIVERSAL CITY STUDIOS, INC.	18,215

TRADEMARK

REEL: 002628 FRAME: 0898



ANNE B. NIELSEN

VICE PRESIDENT - SENIOR TRADEMARK COUNSEL

November 22, 2002

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

Re: Recordation of Assignment of
USI-UCS Holdings LLC to
USI Entertainment Inc.

Dear Madam:

Enclosed for recordation is a Cover Sheet, together with a Trademark Assignment for the above-referenced assignment. Please charge the Two Hundred Fifteen Dollars (\$215.00) to Deposit Account No. 50-0333. A duplicate of the Cover Sheet is enclosed for accounting purposes.

Very truly yours,


Anne B. Nielsen

Enclosure(s)

UNIVERSAL STUDIOS
100 UNIVERSAL CITY PLAZA UNIVERSAL CITY CA 91608 TEL 818 777 6447 FAX 818 866 1426
E-MAIL anne.nielsen@unistudios.com
www.universalstudios.com

RECORDED: 12/02/2002

TRADEMARK
REEL: 002628 FRAME: 0899