

01-23-2003



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

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):

ShowBiz Merchandising, L.P.

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

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

2. Name and address of receiving party(ies)

Name: CEC Entertainment Concepts, L.P.

Internal Address:

Street Address: 4441 West Airport Freeway

City: Irving State: TX Zip: 75062

- Individual(s) citizenship Association General Partnership Limited Partnership Texas Corporation-State 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: 12/04/02

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

A. Trademark Application No.(s)

75/866,233

B. Trademark Registration No.(s)

1,203,974

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: S. Roxanne Edwards

Internal Address: 2300 Trammell Crow Center

Street Address: 2001 Ross Avenue

City: Dallas State: TX Zip: 75201

6. Total number of applications and registrations involved:

28

7. Total fee (37 CFR 3.41) \$ 715.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

01/22/2003 DBYRNE 00000080 75866233

S. Roxanne Edwards

Name of Person Signing

[Signature]

Signature

1/13/03

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

24082281.36

TRADEMARK REEL: 002654 FRAME: 0069

ADDITIONAL U.S. TRADEMARK APPLICATIONS

MARK	SERIAL NO.	APPLICATION DATE
CHUCK E.'S FAMILY FUN TIME	76/132885	09/21/2000
EVERYONE'S A WINNER!	76/041,642	05/05/2000
TICKET MUNCHER	76/130820	09/19/2000
TODDLER ZONE	75/916998	02/10/2000
TOKEN SAVERS\$	75/679800	04/08/1999
WE'RE MAKING MAGIC AT CHUCK E. CHEESE	75/650264	02/26/1999

ADDITIONAL U.S. TRADEMARK REGISTRATIONS

MARK	REGISTRATION NO.	REGISTRATION DATE
CHUCK E CHEESE'S & Design	2,055,026	04/22/1997
CHUCK E CHEESE & Design	2,394,108	10/10/2001
CHUCK E. CHEESE'S (color claim)	2,426,647	02/06/2001
MISCELLANEOUS DESIGN (Jasper T. Jowls)	1,612,379	09/04/1990
MISCELLANEOUS DESIGN (Helen Henny)	2,500,687	10/23/2001
FAMILY \$AVER	2,541,009	02/19/2002
FUN \$AVER	2,541,010	02/19/2002
GALAXY 5000	2,413,691	12/19/2000
HELEN HENNY	1,622,935	11/13/1990
JASPER T. JOWLS	1,634,418	02/05/1991
KID CHECK	2,640,269	10/22/2002
KID CHECK & Design	1,996,403	08/27/1996
MISCELLANEOUS DESIGN (Mr. Munch)	2,341,951	04/11/2000
MR. MUNCH	1,630,366	01/01/1991
PASQUALLY	1,634,417	02/05/1991
MISCELLANEOUS DESIGN (Pasqually)	2,341,950	04/11/2000
SKYTUBES	2,553,761	03/26/2002
SUPER SAVERS	2,669,485	12/31/2002
THE REAL COOL PLACE TO BE A KID	2,256,058	06/22/1999
WHERE A KID CAN BE A KID	1,506,573	09/27/1988

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Gwyn Shea
Secretary of State

Office of the Secretary of State

CERTIFICATE OF FILING OF

CEC Entertainment Concepts, L.P.
800144995

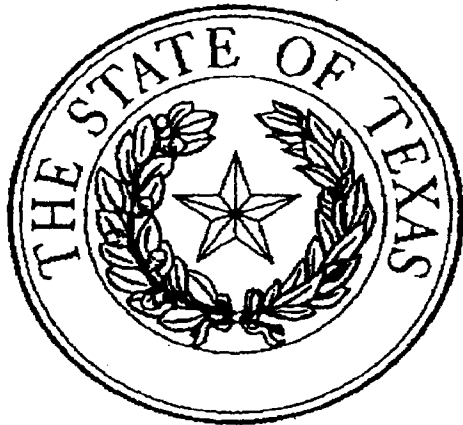
[formerly: ShowBiz Merchandising, L.P.]

The undersigned, as Secretary of State of Texas, hereby certifies that an amendment to the certificate of limited partnership or the application for registration as a foreign limited partnership for the above named limited partnership has been received in this office and filed as proved by law on the date shown below.

Accordingly, the undersigned, as Secretary of State hereby issues this Certificate evidencing the filing in this office.

Dated: 12/04/2002

Effective: 12/04/2002



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea
Secretary of State

Come visit us on the internet at <http://www.sos.state.tx.us/>

PHONE(512) 463-5555
Prepared by: Rosa Ruedas

FAX(512) 463-5709

TTY7-1-1

TRADEMARK
REEL: 002654 FRAME: 0071

CERTIFICATE OF AMENDMENT

FILED
In the Office of the
Secretary of State of Texas

DEC 04 2002

TO

Corporations Section

THE CERTIFICATE OF LIMITED PARTNERSHIP


The undersigned general partner, having filed an original Certificate of Limited Partnership, hereby duly execute this Certificate of Amendment of Limited Partnership, which is being filed with the Secretary of State in accordance with Section 2.02 of the Texas Revised Limited Partnership Act.

1. The name of the limited partnership is **ShowBiz Merchandising, L.P.**
2. The Certificate of Limited Partnership is amended to reflect the new name which is as follows:

CEC Entertainment Concepts, L.P.
3. The date upon which this Certificate of Amendment will be effective is **December 4, 2002.**

Signed on this the 4th day of December, 2002.

**By: CEC Entertainment, Inc.,
its general partner**



Marshall R. Fisco, Jr.
Vice President