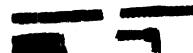
04-23-2003

R 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

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	To the Honorable Commissioner of Patents and Trademarks: F	Please record the attached original documents or copy thereof.
	1. Name of conveying party(ies): USI Entertainment Inc. 4.21.03	Name and address of receiving party(ies) Name: Universal City Studios LLLP Internal Internal
	Individual(s) Association General Partnership Limited Partnership ✓ Corporation-State Other Delaware	Address: LRW - 6th Floor Street Address: 100 Universal City Studios City: Universal City State: CA Zip: 91608 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State V Other limited liability limited partnership 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
	Additional name(s) of conveying party(ies) attached? Yes No 3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: 4/15/03	
	4. Application number(s) or registration number(s): A. Trademark Application No.(s) see attached Additional number(s) attached	B. Trademark Registration No.(s) see attachedtached Yes No
/	5. Name and address of party to whom correspondence concerning document should be mailed: Name: Anne B. Nielsen	6. Total number of applications and registrations involved:
04, 22/20 01 FC:85/ 02 FC:85/	Internal Address: LRW - 6th Floor 3 TDIAZ1 00000044 76099477	7. Total fee (37 CFR 3.41)\$_190.00 Enclosed Authorized to be charged to deposit account
	Street Address: 100 Universal City Plaza	8. Deposit account number: 50-0333 F NA PR OF
	City: Universal City State: CA Zip: 91608	NANCE
		THIS SPACE
	January St. S.	4/15/03 Date



Mail documents to be recorded with required cover sheet information to:

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TRADEMARK REEL: 002716 FRAME: 0586

TRADEMARK REEL: 002716 FRAME: 0587

APPLICATIONS

UNIVERSAL	DANCE HITS	76/099477		
UNIVERSAL	RECORDS	76/059288		
& DESIGN				
UNIVERSAL	CMAN CIT TITMO	76/098378		

REGISTRATIONS

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

TRADEMARK REEL: 002716 FRAME: 0588

ASSIGNMENT OF TRADEMARKS

WHEREAS, USI Entertainment Inc. a corporation 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, Universal City Studios LLLP a limited liability limited partnership 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 therefore.

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 therefore.

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

USI ENTERTAINMENT INC.

April <u>15</u>, 2003

RECORDED: 04/21/2003

Bv:

Anne B. Nielsen Assistant Secretary

TRADEMARK
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