

05-15-2003



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

ET 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): USI Entertainment Inc.

S. 13 43

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 5/7/03

2. Name and address of receiving party(ies)

Name: Universal City Studios LLLP

Internal Address: 1280 - 6th Floor

Street Address: 100 Universal City Plaza

City: Universal City State: CA Zip: 91608

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

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

76099477

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

Name: Anne B. Nielsen

Internal Address: 1280 - 6th Floor

Street Address: 100 Universal City Plaza

City: Universal City State: CA Zip: 91608

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41) \$ 190.00

- 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

5/7/03 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

05/14/2003 TBIAZI 00000117 500333 76099477 01 FC:8521 40.00 CH

TRADEMARK REEL: 002733 FRAME: 0673

APPLICATIONS

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 Entertainment Inc., a Delaware 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 set forth on the attached Exhibit 1 (the "Trademarks"), and is the owner of the applications and registrations therefor; and

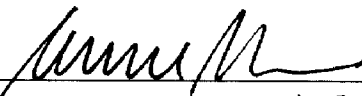
WHEREAS, Universal City Studios LLLP, a limited liability limited partnership organized and existing under the laws of the State of Delaware having its principal place of business at 100 Universal City Plaza, Universal City, California 91608 ("Assignee"), desires to acquire all right, title and interest 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 ENTERTAINMENT INC.

May 7, 2003



Name: Anne B. Nielsen
Title: Assistant Secretary

EXHIBIT 1

RECORDED: 05/13/2003

TRADEMARK
REEL: 002733 FRAME: 0676