

07-25-2003

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

Tab settings

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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): 7-21-03
Lucas Licensing Ltd.

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: Lucasfilm Entertainment Company Ltd.
Internal Address: _____
Address: _____

Street Address: 5858 Lucas Valley Road
City: Nicasio State: CA Zip: 94947

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

OFFICE OF PUBLIC RECORDS
JUL 21 PM 3:09
FINANCE SECTION

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: _____

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) _____
 B. Trademark Registration No.(s) _____

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Carole F. Barrett
 Internal Address: Howard Rice et alia

Street Address: Three Embarcadero Center
Seventh Floor

City: San Francisco State: CA Zip: 94111-4024

6. Total number of applications and registrations involved: 18

7. Total fee (37 CFR 3.41).....\$ 465.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
Please charge any deficiency to 082792

DO NOT USE THIS SPACE

9. Signature.
Carole F. Barrett Carole F. Barrett July 18, 2003
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: -4-

07/24/2003 LUELLER 00000131 76296003

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

01 FC:8521 40.00 OP
02 FC:8522 425.00 OP

TRADEMARK REEL: 002785 FRAME: 0818

Lucas Licensing Ltd. Marks
 Recordal of Name Change
 from Lucas Licensing Ltd. to
 Lucasfilm Entertainment Company Ltd.
 Total of 18 Applications
 July 17, 2003

Mark	Class	Serial Number	App. Date
ATTACK OF THE CLONES	9	76296883	8/7/2001
BAIL ORGANA	28	76121288	9/1/2000
CLONE TROOPER	28	76326523	10/17/2001
COUNT DOOKU	28	76121325	9/1/2000
JEDI	9	76010999	3/24/2000
LIGHTSABER	28	76072226	6/15/2000
MACE WINDU	28	75306975	6/11/1997
PADME	28	76326762	10/17/2001
RACER REVENGE	9	76363083	1/25/2002
ROGUE LEADER	9	76329357	10/24/2001
SHAAK TI	28	76122427	9/1/2000
STAR WARS GALACTIC BATTLEFIELDS	9	76329359	10/24/2001
STAR WARS STARFIGHTER	9	76116686	8/25/2000
TAUN WE	28	76121063	9/1/2000
THE CLONE WARS	9	76423344	6/19/2002
THE FORCE	28	75495647	6/3/1998
THE FORCE	9	75496228	6/3/1998
ZAM WESELL	28	76121335	9/1/2000



SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

APR - 1 2003



Kevin Shelley
Secretary of State

CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
LUCAS LICENSING LTD.

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

MAR 31 2003

KEVIN SHELLEY
Secretary of State

Micheline Chau and Steve Condiotti certify that:

A. They are the President and Treasurer, respectively, of Lucas Licensing Ltd., a California corporation.

B. Article First of the Lucas Licensing Ltd. Amended and Restated Articles of Incorporation is amended to read as follows:


“The name of this corporation is Lucasfilm Entertainment Company Ltd.”

C. The foregoing amendment of amended and restated Articles of Incorporation has been duly approved by the Board of Directors of Lucas Licensing Ltd.

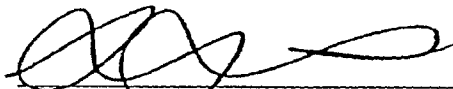
D. The foregoing amendment of articles of incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 10,000,000 shares of Series A Preferred Stock; there are no shares of common stock outstanding. The total number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certification are true and correct of our own knowledge.

Effective as of the 31st day of March, 2003.



Micheline Chau, President



Steve Condiotti, Treasurer

