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Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Vivendi Universal Interactive Publishing North America, Inc.	Havas Interactive, Inc.	12/10/2001	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Vivendi Universal Games, Inc.
Street Address:	6080 Center Drive
Internal Address:	10th Floor
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90045
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number
Serial Number:	75373619
Serial Number:	75373505
Serial Number:	74683883
Registration Number:	1789189
Registration Number:	2143033

CORRESPONDENCE DATA

Fax Number: (310)431-2430
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: stacey.gordon@vugames.com
 Correspondent Name: Vivendi Universal Games, Inc.
 Address Line 1: 6080 Center Drive

CH \$140.00 75373619

Address Line 2: 10th Floor
Address Line 4: Los Angeles, CALIFORNIA 90045

ATTORNEY DOCKET NUMBER:	VUG
NAME OF SUBMITTER:	Rod A. Rigole

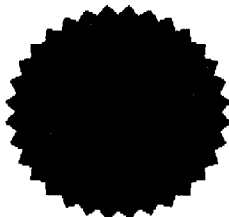
Total Attachments: 8
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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HAVAS INTERACTIVE, INC.", CHANGING ITS NAME FROM "HAVAS INTERACTIVE, INC." TO "VIVENDI UNIVERSAL INTERACTIVE PUBLISHING NORTH AMERICA, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF APRIL, A.D. 2001, AT 5:30 O'CLOCK P.M.



2596375 8100

010676649

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1533094

DATE: 12-31-01

APR-12-2001 14:04 FROM CT CORPORATION SYSTEM TO WIL FILING

P.02/07

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
HAVAS INTERACTIVE, INC.**

Havas Interactive, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: That by unanimous written consent of the members of the board of directors of the Corporation, resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of the Corporation and declaring said amendment to be advisable.

The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Corporation's Certificate of Incorporation be amended in accordance with Section 242 of the General Corporation Law of the State of Delaware to change the name of the Corporation to "Vivendi Universal Interactive Publishing North America, Inc."; and it is further

SECOND: Article 1 of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

"1. The name of the Corporation is Vivendi Universal Interactive Publishing North America, Inc."

THIRD: That in lieu of a meeting and vote of stockholders, the sole stockholder of the Corporation has given its written consent to said amendments and said amendments were duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware

[SIGNATURE PAGE FOLLOWS]

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 05:30 PM 04/12/2001
010180277 - 2596375

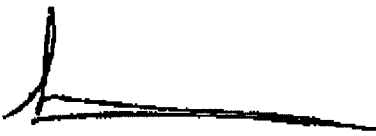
APR-12-2001 14:05 FROM CT CORPORATION SYSTEM

TO WIL FILING

P.03/07

[SIGNATURE PAGE
 CERTIFICATE OF AMENDMENT
 OF ARTICLES OF INCORPORATION OF
 HAVAS INTERACTIVE, INC.]

IN WITNESS WHEREOF, said Havas Interactive, Inc., has caused this certificate to be signed by its Chief Financial Officer, and attested by its Secretary, this 1st day of March, 2001.

By: 
 Luc Vanhal
 Chief Financial Officer

ATTEST:

By: 
 Scott Tollefsen
 Secretary

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "VIVENDI UNIVERSAL INTERACTIVE PUBLISHING NORTH AMERICA, INC.", CHANGING ITS NAME FROM "VIVENDI UNIVERSAL INTERACTIVE PUBLISHING NORTH AMERICA, INC." TO "VIVENDI UNIVERSAL GAMES, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF DECEMBER, A.D. 2001, AT 1:48 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
 Harriet Smith Windsor, Secretary of State

2596375 8100

AUTHENTICATION: 1495184

010629912

DATE: 12-11-01

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:48 PM 12/10/2001
010629912 - 2596375

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
VIVENDI UNIVERSAL INTERACTIVE PUBLISHING NORTH AMERICA, INC.**

Vivendi Universal Interactive Publishing North America, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: That by unanimous written consent of the members of the board of directors of the Corporation, resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of the Corporation and declaring said amendment to be advisable.

The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Corporation's Certificate of Incorporation be amended in accordance with Section 242 of the General Corporation Law of the State of Delaware to change the name of the Corporation to "Vivendi Universal Games, Inc."

SECOND: That Article 1 of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

"1. The name of the Corporation is Vivendi Universal Games, Inc."

THIRD: That in lieu of a meeting and vote of stockholders, the sole stockholder of the Corporation has given its written consent to said amendment and said amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

[SIGNATURE PAGE FOLLOWS]

**[SIGNATURE PAGE TO
CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
VIVENDI UNIVERSAL INTERACTIVE PUBLISHING NORTH AMERICA, INC.]**

IN WITNESS WHEREOF, Vivendi Universal Interactive Publishing North America, Inc.
has caused this certificate to be signed by its Chairman and Chief Executive Officer, and attested
by its Secretary, as of the 7th day of November 2001.

By: 
Kenneth D. Cron
Chairman and Chief Executive Officer

ATTEST:

By: 
Robert D. Marafioti
Secretary

06/26/2003 11:44 FAX 1-318-342-8841

V.D. GARRS LEGAL

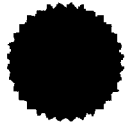
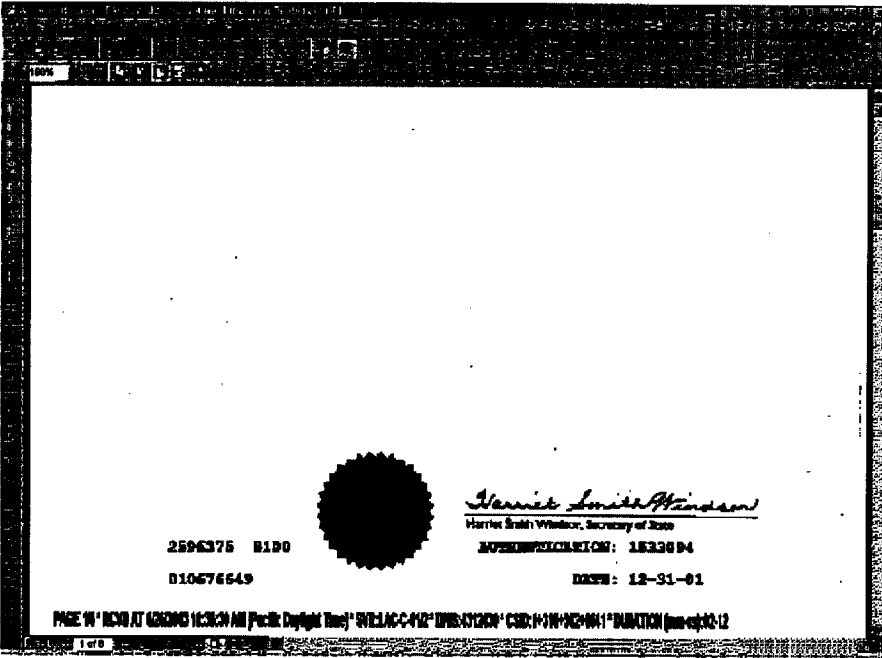
#801

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HAVAS INTERACTIVE, INC.", CHANGING ITS NAME FROM "HAVAS INTERACTIVE, INC." TO "VIVENDI UNIVERSAL INTERACTIVE PUBLISHING NORTH AMERICA, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF APRIL, A.D. 2001, AT 3:30 O'CLOCK P.M.



Harriet Smith Winslow
 Harriet Smith Winslow, Secretary of State

2596375 8100

REGISTRATION: 1632894

810676649

DATE: 12-31-01

PAGE 06 * RCVD AT 6/27/03 9:03 AM [Pacific Daylight Time] * SVR:LAC-C-01/0 * DNIS:4312430 * CSID:OPR/ASSIGNMENTS * TRAD... * 10

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
MAYAD INTERACTIVE, INC.**

Mayad Interactive, Inc., a separate organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"),

BEING HEREBY CERTIFY:

THAT: The following written consent of the members of the board of directors of the Corporation, resolution was duly adopted and a proposed amendment of the Certificate of Incorporation of the Corporation and declaring said amendment to be admissible. The resolution setting forth the proposed amendment is as follows:

THAT: BE, that the Corporation's Certificate of Incorporation be amended to conform with Section 242 of the General Corporation Law of the State of Delaware by changing the name of the Corporation to "Virtual Universe Interactive Publishing (VUIP) America, Inc." and it is further

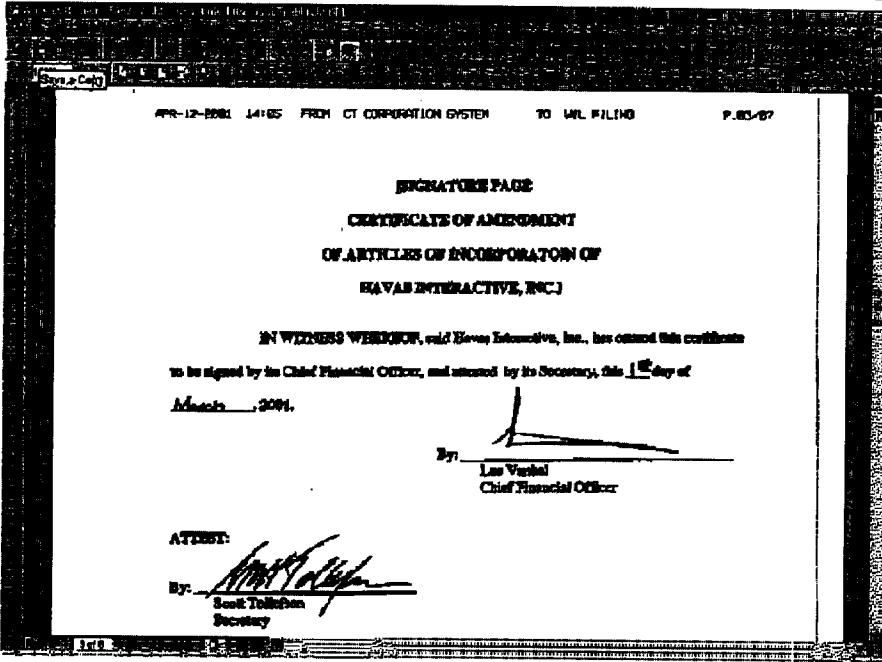
RECORDS: Article 1 of the Certificate of Incorporation is hereby amended in its entirety as follows:

- "1. The name of the Corporation is Virtual Universe Interactive Publishing (VUIP) America, Inc."

THAT: That in lieu of a meeting and vote of shareholders, the shareholders of the Corporation has given its written consent to said amendments and said amendments was duly adopted in compliance with the applicable provisions of Sections 240 and 242 of the General Corporation Law of the State of Delaware

THE FOREGOING FOLLOWS:

WITNESSETH:
THE STATE OF DELAWARE
COUNTY OF _____



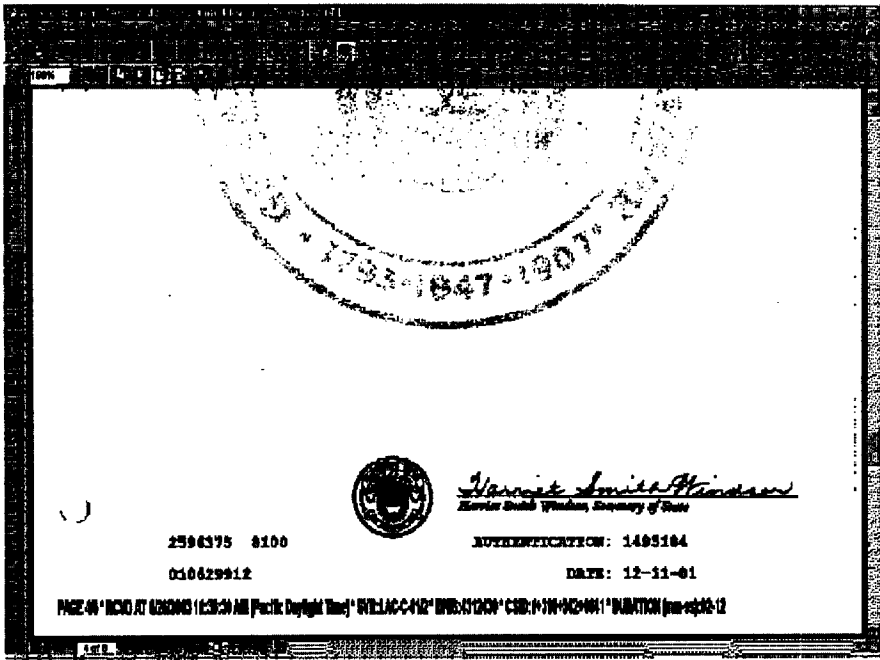
06/26/2003 11:43 FAX 1-310-312-8041

V.O. GAMES LEGAL

M004

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET BRITZ WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "VIVENDI UNIVERSAL INTERACTIVE PUBLISHING NORTH AMERICA, INC." CHANGING ITS NAME FROM "VIVENDI UNIVERSAL INTERACTIVE PUBLISHING NORTH AMERICA, INC." TO "VIVENDI UNIVERSAL GAMES, INC." FILED IN THIS OFFICE ON THE TWENTH DAY OF DECEMBER, A.D. 2001, AT 4:48 O'CLOCK P.M. A FILMED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY REGISTER OF DEEDS.



STATE OF DELAWARE
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
FILED 6/27/03 PM 12:10:30PM
DOVER, DELAWARE

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
VIVENDI UNIVERSAL INTERACTIVE PUBLISHING NORTH AMERICA, INC.**

Vivendi Universal Interactive Publishing North America, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"),

DOES HEREBY CERTIFY:

FIRST: That by unanimous written consent of the members of the board of directors of the Corporation, resolutions were duly adopted, among them a proposed amendment of the Certificate of Incorporation of the Corporation and detailing said amendments to be effective. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Corporation's Certificate of Incorporation be amended in accordance with Section 242 of the General Corporation Law of the State of Delaware to change the name of the Corporation to "Vivendi Universal Games, Inc."

SECOND: That Article 1 of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

"1. The name of the Corporation is Vivendi Universal Games, Inc."

THIRD: That inasmuch as a meeting and vote of stockholders, the sole stockholder of the Corporation has given its written consent to said amendment and said amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

**SIGNATURE PAGE TO
CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
VIVENDI UNIVERSAL INTERACTIVE PUBLISHING (NORTH AMERICA, INC.)**

IN WITNESS WHEREOF, Vivendi Universal Interactive Publishing North America, Inc.
has caused this certificate to be signed by its Chairman and Chief Executive Officer, and attested
by its Secretary, as of the 7th day of November 2003.


By: Kenneth D. Cook
Chairman and Chief Executive Officer

ATTEST:


By: Robert D. Marshall
Secretary