

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
LucasArts Entertainment Company LLC		03/31/2003	Limited Liability Company: DELAWARE
LucasArts Entertainment Company LLC		03/31/2003	Limited Liability Company: DELAWARE

RECEIVING PARTY DATA	
Name:	Lucasfilm Entertainment Company Ltd.
Street Address:	P.O. Box 10307
City:	San Rafael
State/Country:	CALIFORNIA
Postal Code:	94912
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Serial Number:	76005600	IMUSE

CORRESPONDENCE DATA	
Fax Number:	(415)217-5910
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	415 434 1600
Email:	LDwight@howardrice.com
Correspondent Name:	Carole F. Barrett
Address Line 1:	Three Embarcadero Center, 7th Floor
Address Line 4:	San Francisco, CALIFORNIA 94111-4024

ATTORNEY DOCKET NUMBER:	40061.0018
NAME OF SUBMITTER:	Leila M. Dwight, Trademark Paralegal

Total Attachments: 1
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State of California
Kevin Shelley
Secretary of State

OTHER BUSINESS ENTITY
CERTIFICATE OF MERGER

(Corporations Code Sections 1113(g)(1) and (2), 6019.1, 8019.1 and 12540.1)

Filing Fee – Please see instructions.
IMPORTANT – Read instructions before completing this form.

This Space For Filing Use Only

1. Name of surviving entity: Lucasfilm Entertainment Company Ltd.	2. Type of entity: Corporation	3. Secretary of State File Number: C1511029	4. Jurisdiction: California
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5. Name of disappearing entity: LucasArts Entertainment Company LLC	6. Type of entity: Limited Liability Co.	7. Secretary of State File Number: 199725410005	8. Jurisdiction: Delaware
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9. Future effective date, if any: _____ Month _____ Day _____ Year

10. If a vote was required enter the outstanding interests of each class entitled to vote on the merger and the percentage of vote required:

<u>Surviving Entity</u>		<u>Disappearing Entity</u>	
<u>Each class entitled to vote</u>	<u>Percentage of vote required</u>	<u>Each class entitled to vote</u>	<u>Percentage of vote required</u>
Series A Preferred Stock 10,000,000 shares issued and outstanding	greater than 50%	100% of the Membership Units	greater than 50%

11. The principal terms of the agreement of merger were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required.

12. If equity securities of a parent party are to be issued in the merger:
 No vote of the shareholders of the parent party was required. The required vote of the shareholders of the parent party was obtained.

SECTION 13 IS ONLY APPLICABLE IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, DOMESTIC LIMITED PARTNERSHIP OR PARTNERSHIP.

13. Requisite changes to the information set forth in the Articles of Organization, Certificate of Limited Partnership or Statement of Partnership Authority of the surviving limited liability company, limited partnership or partnership resulting from the merger. Attach additional pages, if necessary.

SECTION 14 IS APPLICABLE IF THE SURVIVING ENTITY IS AN OTHER BUSINESS ENTITY.

14. Principal business address of the surviving other business entity:
 Address: _____
 City: _____ State: _____ Zip: _____

15. Other information required to be stated in the Certificate of Merger by the laws under which each constituent other business entity is organized. Attach additional pages if necessary.

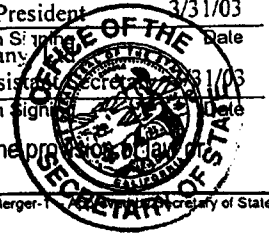
16. Statutory or other basis under which each foreign other business entity is authorized to effect the merger:
 Delaware Limited Liability Company Act, Section 18-209

17. Number of pages attached, if any: 0

18. I certify that the statements contained in this document are true and correct of my own knowledge. I declare that I am the person who is executing this instrument, which execution is my act and deed.

	3/31/03
Signature of Authorized Person for the Surviving Entity	Date
	3/31/03
Signature of Authorized Person for the Surviving Entity	Date
	3/31/03
Signature of Authorized Person for the Disappearing Entity	Date
	3/31/03
Signature of Authorized Person for the Disappearing Entity	Date

Micheline Chau, President	3/31/03
Type or Print Name and Title of Person Signing	Date
Tonik Barber, Assistant Secretary	3/31/03
Type or Print Name and Title of Person Signing	Date
By Lucasfilm Entertainment Company Ltd., its Sole Member, Micheline Chau, President	3/31/03
Type or Print Name and Title of Person Signing	Date
By Lucasfilm Entertainment Company Ltd., its Sole Member, Tonik Barber, Assistant Secretary	3/31/03
Type or Print Name and Title of Person Signing	Date



For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the proper other basis for the authority of the person signing.