| FORM PTO-1594 (Rev. 6-93) | RECC | 07-22- | 1998 | IEET | | IT OF COMMERCE | |
|---|--|-----------------------|--|------------------|----------------------|--|--|
| OMB No. 0651-0011 (exp. 4/94) | | | | | | | |
| Tab settings □ □ □ ▼ | ▼ | | | | | V | |
| To the Honorable Commission | oner of Patei | 100770 | | 7 0.00 | documents or cop | · // · · · · · · · · · · · · · · · · · | |
| Name of conveying party(ies) | 2. Name and a | ddress of re | ceiving party(ies) | | | | |
| Metro-Goldwyn-May | Name: Metro-Goldwyn-Mayer Studios Inc. | | | | | | |
| | | | Internal Add | | | | |
| ☐ Individual(s)☐ Association☐ General Partnership☐ Limited Partnership | | | Street Address: 2500 Broadway Street | | | | |
| ○ Corporation-State Delawar | City: Santa Monica State: CA ZIP: 90404-306 | | | | | | |
| OtherAdditional name(s) of conveying party(is | ☐ Individual(s) citizenship | | | | | | |
| 3. Nature of conveyance: | Association General Partnership | | | | | | |
| 3. Nature of conveyance. 11 | ☐ Limited Partnership | | | | | | |
| ☐ Assignment | ☑ Corporation-State <u>Delaware</u> ☐ Other | | | | | | |
| Security AgreementOther | | | ed States, a domestic re | 1 | | | |
| | is attached: | | ☐ Yes ☐ No | • | | | |
| Execution Date:September | (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? □ Yes □ No | | | | | | |
| 4. Application number(s) or pate | ent number(s): | | | | | | |
| A. Trademark Application No.(s) | | | B. Trademark Registration No.(s) | | | | |
| 74513284 - STAR | 1439047 - CANNON LOGO - Class 9 | | | | | | |
| , ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,, | | | | | | 1 | |
| Additional numbers attached? ŽÍ Yes □ No | | | | | | | |
| Name and address of party to whom correspondence concerning document should be mailed: | | | 6. Total number of applications and | | | | |
| | | | registrations involved: | | | | |
| Name Todd Whitford, | Esa. | | | | | | |
| Nano. | | | 7. Total fee (37 CFR 3.41)\$ Because 865.00 Enclosed | | | | |
| Internal Address: | | | | | | | |
| | | | | | | | |
| | | | ☐ Authoriz | ed to be ch | arged to deposit a | ccount | |
| Street Address: 2500 | Broadway St | treet | | | , | | |
| | | | Deposit account number: | | | | |
| Suite F-1015 | | | 13-29 | 85 | • | | |
| City: Santa Monica St | ate: CA | ZIP: 90404-306 | | ate copy of this | page if paying by de | posit account) | |
| 7/20/1998 DNGUYEN 00000164 132985 | 1439047 | DO NOT US | E THIS SPACE | | | | |
| 1 FC:481 40.00 CH | | | | | | | |
| 825,00 CH 9. Statement and signature. To the best of my knowledge the original document. | e and belief, the | e foregoing inforn | nation is true and c | orrect and a | any attached copy | is a true copy of | |
| Todd Whitford | | Tadd | whence | l | July | , 9 , 1998 | |
| Name of Person Signing | | | Signature | | | Date | |
| 1 | Total numb | er of pages including | cover sheet, attachme | ents, and docur | ment: 6 | | |

Continuation of 4.A.

| Applicated in the property | | |
|----------------------------|--|-------------------------------|
| 74513285 | STARGATE | 21 |
| 74513286 | STARGATE | 20 |
| 74513288 | STARGATE | 16 |
| 74513290 | STARGATE | 9 |
| 74547280 | BLOWN AWAY POLICE BOMB SQUAD UNIT & Device | 9, 25, 28, 41 |
| 74586278 | BLOWN AWAY | 9, 25, 41 |
| 74688579 | SPECIES Stylized | 9, 16, 25, 28, 41 |
| 74717458 | THE OUTER LIMITS Stylized | 28 |
| 74717461 | THE OUTER LIMITS Stylized | 9 |
| 74717462 | MGM/UA FAMILY ENTERTAINMENT and Logo | 9, 16, 25, 28, 41 |
| 75020331 | THE OUTER LIMITS Stylized | 30 |
| 75028072 | POLTERGEIST | 16, 25, 28, 41 |
| 75072858 | CYBERTHUG | 9, 16, 25, 28, 41 |
| 75072859 | CYBERDAWG | 9, 16, 25, 28, 41 |
| 75118265 | THE BIRDCAGE | 9, 14, 16, 21, 25, 28, 41, 42 |
| 75262559 | GERM | 28 |
| 75262561 | MACHINE HUNTER | 28 |
| 75262579 | MACHINE HUNTER | 16 |
| 75262580 | GERM | 9 |
| 75262581 | MACHINE HUNTER | 25 |
| 75262582 | MACHINE HUNTER | 9 |
| 75296937 | STARGATE | 41 |
| 75298447 | STARGATE SG-1 | 41 |
| 75977219 | SPECIES Stylized | 9, 16, 25, 28, 41 |

TRADEMARK REEL: 1756 FRAME: 0182

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, 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 "METRO-GOLDWYN-MAYER INC.", CHANGING ITS NAME FROM "METRO-GOLDWYN-MAYER INC." TO "METRO-GOLDWYN-MAYER STUDIOS INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF SEPTEMBER, A.D. 1997, AT 9 O'CLOCK A.M.

Edward J. Freel, Secretary of State

AUTHENTICATION:

2359895 8100

9180513

981261595

DATE: TRADE**MARIK-98** REEL: 1756 FRAME: 0183

CERTIFICATE OF AMENDMENT

OF

RESTATED CERTIFICATE OF INCORPORATION

OF

METRO-GOLDWYN-MAYER INC.

Metro-Goldwyn-Mayer Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify that:

FIRST: The Board of Directors of the Corporation, by unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution setting forth and declaring a proposed amendment to the Restated Certificate of incorporation of the Corporation to be advisable and calling for consideration thereof by the sole stockholder of the Corporation. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Restated Certificate of Incorporation of the Corporation be further amended by changing Article I thereof so that, as amended, said Article shall be and read as follows:

"The name of this corporation is Metro-Goldwyn-Mayer Studios Inc."

SECOND: The sole stockholder of the Corporation considered and approved such amendment by written consent in accordance with Section 228 of the General Corporation Law of the State of Delaware.

THIRD: Such amendment was duly adopted in accordance with the provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

FOURTH: The capital of the Corporation shall not be reduced under or by reason of such amendment.

in WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by William Allen Jones, as its Senior Executive Vice President, on this <u>lofh</u> day of September, 1997.

METRO-GOLDWYN-MAYER INC.

WILLIAM ALLEN JONES

Senior Executive Vice President

TRADEMARK REEL: 1756 FRAME: 0185