

06-24-2003

Form PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

6-20-03 RECOF TR



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):
Universal City Studios LLC

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

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

2. Name and address of receiving party(ies)
Name: Universal City Studios LP

Internal Address: _____
 Street Address: 100 Universal City Plaza
 City: Universal City State: CA Zip: 91608

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

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

Execution Date: 5/2/02

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

B. Trademark Registration No.(s) _____
2314931

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Anne B. Nielsen
 Internal Address: LRW - 6th Floor

 Street Address: 100 Universal City Plaza

 City: Universal City State: CA Zip: 91608

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
50-0333

FINANCE SECTION
M 6:30

DO NOT USE THIS SPACE

9. Signature.
Anne B. Nielsen [Signature] June 11, 2003
 Name of Person Signing Signature Date

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

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

06/23/2003 ECOOPER 00000111 500333 2314931

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TRADEMARK
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**State of Delaware
Certificate of Conversion
Universal City Studios LLC**

The undersigned, the general partner of Universal City Studios LP, for the purpose of converting Universal City Studios LLC to Universal City Studios LP, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 17, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Revised Uniform Limited Partnership Act"), hereby certifies that:


1. The date on which the limited liability company was first formed is May 1, 2002, by means of a conversion of Universal City Studios, Inc., a corporation formed in the state of Delaware on September 29, 1965;
2. The jurisdiction where the limited liability company was first formed is Delaware;
3. The name of the limited liability company immediately prior to the filing of this certificate is Universal City Studios LLC; and
4. The name of the limited partnership as set forth in its Certificate of Limited Partnership, which is being filed concurrently with this Certificate of Conversion in accordance with Section 17-217(b) of the Delaware Revised Uniform Limited Partnership Act is Universal City Studios LP.

(Remainder of page intentionally left blank.)

**STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:00 AM 05/02/2002
020280616 - 0630910**

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on this 2nd day of May, 2002.

USI Entertainment Inc.

By: 
Name: Sharron Garcia
Title: Secretary

816803.1

RECORDED: 06/20/2003

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