DOC ID ----> 200002805825

Prescribed by J. Kenneth Blackwell

Please obtain fee amount and mailing instructions from the **Forms Inventory List** (using the 3 digit form # located at the bottom of this form). To obtain the **Forms Inventory List** or for assistance, please call Customer Service:
Central Ohio: (614)-466-3910 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

REGISTRATION OF CORPORATE NAME BY UNLICENSED FOREIGN CORPORATION

The Applicant, a foreign corporation NOT licensed to do business in Ohio, desiring to register its corporate name, hereby declares that:

1. The exact corporate name to be registered is UNIVERSAL PAY TV PROGRAMMING, INC.

2. The complete address of the principal office of the corporation is:
   100 Universal City Plaza
   (street address)
   Universal City (city, township, or village) California (state) 91608 (zip code)

3. The corporation is organized under the laws of the state of California

4. Its date of incorporation was July 21, 1983

5. The corporation is carrying on or doing business.

6. The general nature of the business in which the corporation is engaged is:
   Finance and acquire distribution rights for entertainment product primarily designed for pay television, basic cable and home video.

7. This application is accompanied by a certificate of good standing issued by the corporate filing officer of the state of its incorporation, and dated not more than **90 days** prior to the filing of this application.

The undersigned, being first duly cautioned and sworn, states that I am an officer of the applicant and verify that the above declarations are true to the best of my knowledge and belief.

Please mail confirmation to:
Sharon S. Garcia
Universal Studios, Inc.
100 Universal City Plaza - 1280/06
Universal City, CA 91608

Signature: [signature]

Title: Secretary

Name: Sharon S. Garcia

SANDRA L. DENNEY
Commission # 1149025
Notary Public - California
Los Angeles County
My Comm. Expires Jul 28, 2001

Sworn to before me and subscribed in my presence
on December 14, 1999
(date)

[signature]
(Notary Public)

(Ohio Revised Code Section 1703.31)

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State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS
DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 21st *day of* July, *19* 83,

UNIVERSAL PAY TV PROGRAMMING, INC.

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became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of
December 13, 1999

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dr

Secretary of State

DOC ID ----> 200002805825

	DATE	DOCUMENT NO	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
1.	3/ 2/2000	200002805825	RCO UNLICENSED FOREIGN NAME REGISTRATION//ORIG. FIL	25.00	0.00	0.00	0.00	0.00
			TOTAL	25.00	0.00	0.00	0.00	0.00

Return To:
SHARON S. GARCIA
100 UNIVERSAL CITY PLAZA
UNIVERSAL CITY, CA 91608-0000

----------cut along the dotted line----------

The State of Ohio
Certificate

Secretary of State - J. Kenneth Blackwell

1136853

It is hereby certified that the Secretary of State of Ohio has custody of the business records for UNIVERSAL PAY TV PROGRAMMING, INC. and that said business records show the filing and recording of:

Document(s)	*Document No(s):*
UNLICENSED FOREIGN NAME REGISTRATION//ORIG. FILING	*200002805825*

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, This 28th day of December, A.D. 1999

J. Kenneth Blackwell
Secretary of State