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1 of 1

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**CERTIFICATE OF MERGER
OF
UNIVERSAL STUDIOS WATER PARKS FLORIDA, LLC
(a Florida limited liability company)
WITH AND INTO
UNIVERSAL CITY DEVELOPMENT PARTNERS, LTD.
(a Florida limited partnership)**

Pursuant to Section 620.2108 Florida Statutes and Section 605.1025(6) Florida Statutes, **Universal Studios Water Parks Florida, LLC**, a Florida limited liability company ("USWPF"), and **Universal City Development Partners, Ltd.**, a Florida limited partnership ("UCDP" or the "Surviving Entity") submit this Certificate of Merger (the "Certificate"):

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Type of Entity</u>
Universal Studios Water Parks Florida, LLC	Florida	limited liability company
Universal City Development Partners, Ltd.	Florida	limited partnership

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Type of Entity</u>
Universal City Development Partners, Ltd.	Florida	limited partnership

THIRD: The date the merger is effective under the governing laws of the surviving party is: September 7, 2017.

FOURTH: The merger was approved by each domestic merging entity that is a limited liability company in accordance with ss. 605.1021-605.1026, F.S.; by each other merging entity in accordance with the laws of its jurisdiction, in this case, s. 620.2107, F.S.; and by each member of such limited liability company who as a result of the merger will have interest holder liability under s. 605.1023(1)(b), F.S.

FIFTH: Signature(s) for each Party:

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IN WITNESS WHEREOF, each pre-existing constituent organization has caused this Certificate of Merger to be duly executed by their respective authorized representatives as of September 7, 2017.

**UNIVERSAL CITY DEVELOPMENT PARTNERS,
LTD.**

By: **Universal City Florida Holding Co. II, as
General Partner**

By:


Name: John Watson

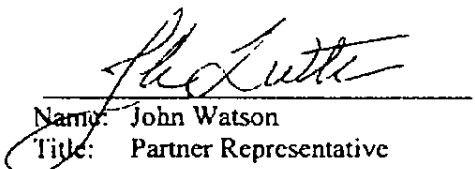
Title: Partner Representative

**UNIVERSAL STUDIOS WATER PARKS FLORIDA,
LLC**

By: **Universal City Development Partners, Ltd., its
sole member**

By: **Universal City Florida Holding Co. II, as General
Partner**

By:


Name: John Watson

Title: Partner Representative

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