

CT CORPORATION

March 25, 2003

FILED
03 MAR 25 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5812296 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:



Universal Studios Shanghai Management Services LLLP (DE)
Registration
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

CT CORPORATION

Sincerely,



Ashley A Mitchell
Fulfillment Specialist
Ashley_Mitchell@cch-lis.com

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Universal Studios Shanghai Development Services LLLP
(Name of limited partnership as it is in the home state)

2. Universal Studios Shanghai Development Services LLLP (Ltd.)
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida;
must contain the word "LIMITED" or "LTD.")

3. Delaware (State of Formation) 4. 1/24/2003 (Date of Formation)

5. C T Corporation System
(Name of Registered Agent for Service of Process)

6. c/o C T Corporation System, 1200 South Pine Island Road
(Street Address of Registered Office)

Plantation, Florida 33324
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:
C T Corporation System
By: Scot Ferraro Assistant Secretary
(Agent must sign on this line)

8. c/o The Corporation Trust Company, 1209 Orange Street, Wilmington, DE 19801
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

Vivendi Universal Entertainment LLLP (Ltd.) 100 Universal City Plaza, Universal City, CA 91608

10. 100 Universal City Plaza, Universal City, CA 91608
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12.

100 Universal City Plaza, Universal City, CA 91608

(Mailing Address of Limited Partnership)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 21st day of February, 2003

General Partner Sharon S. Garcia, Secretary of Vivendi Universal Entertainment LLLP (General Partner)

STATE OF California

COUNTY OF Los Angeles

On this 21st day of February, 2003

Sharon S. Garcia, personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

(Notary Public Signature)

Elizabeth Rolando

(Notary's Printed Name)

Seal

My Commission Expires: May 31, 2006



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

FILED

03 MAR 25 PM 2:07

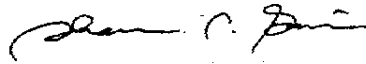
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME the undersigned personally appeared Sharon S. Garcia, Secretary of Vivendi Universal Entertainment LLLP,
a general partner of Universal Studios Shanghai Development Services LLLP, a (an) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 0.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 19th day of March, 2003.



General Partner
Sharon S. Garcia, Secretary of Vivendi Universal Entertainment LLLP (General Partner)

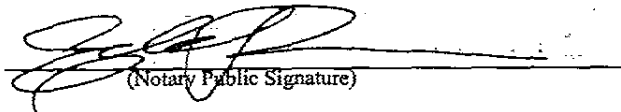
STATE OF California

COUNTY OF Los Angeles

On this 19th day of March, 2003.

Sharon S. Garcia, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____


(Notary Public Signature)

Elizabeth Rolando
(Notary's Printed Name)



Seal My Commission Expires: May 31, 2006