

F96000003360
**VIVENDI
UNIVERSAL**

March 12, 2002

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

900005133489--5
-03/19/02--01019--004
*****35.00 *****35.00

Dear Sir/Madam:

Please find attached a duly completed amendment application to change the name of Seagram Enterprises Inc. to Vivendi Universal Holding I Corp. Also enclosed is a transmittal letter and a check in the amount of \$35.00 to cover the fee.

I trust you will find the enclosed in order.

Very truly yours,

Carole A. Greenidge
Carole A. Greenidge

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 APR 15 PM 1:50

FILED

Attachments

*F96000003360
FF NC 4-15-02
288*



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 26, 2002

CAROLE GREENIDGE
800 THIRD AVENUE
NEW YORK, NY 10022

SUBJECT: SEAGRAM ENTERPRISES, INC.
Ref. Number: F96000003360

We have received your document for SEAGRAM ENTERPRISES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, and Inc.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Corporate Specialist

Letter Number: 602A00018094

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

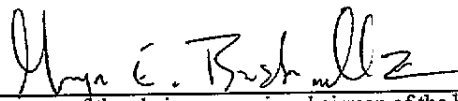
F96000003360

Document Number of Corporation (If known)

1. SEAGRAM ENTERPRISES, INC.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. 07/02/1996
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 2/22/2001
5. VIVENDI UNIVERSAL HOLDING I CORP.
(Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)
6. If the amendment changes the period of duration, indicate new period of duration.
- N/A
(New duration)
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- N/A
(New jurisdiction)


(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

GEORGE E. BUSHNELL III
(Typed or printed name)

March 7, 2002
(Date)

President and Secretary
(Title)

FILED
02 APR 15 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

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The First State

I, HARRIET SMITH WINDSOR, 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 "SEAGRAM ENTERPRISES, INC.", CHANGING ITS NAME FROM "SEAGRAM ENTERPRISES, INC." TO "VIVENDI UNIVERSAL HOLDING I CORP.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF FEBRUARY, A.D. 2001, AT 12:15 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1660215

DATE: 03-12-02