


FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

FILED
Apr 10 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
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DOCUMENT # P39769 (5)

1. Corporation Name
UNIVERSAL CITY PROPERTY MANAGEMENT COMPANY II



Principal Place of Business 100 UNIVERSAL CITY PLAZA UNIVERSAL CITY CA 91608	Mailing Address P.O. BOX 5023 NEW YORK NY 10150 US
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DO NOT WRITE IN THIS SPACE

2. Principal Place of Business	2a. Mailing Address
21 Suite, Apt. #, etc.	26 Suite, Apt. #, etc.
22 City & State	27 City & State
23 Zip Country	28 Zip Country
24	29
25	30

3. Date Incorporated or Qualified
07/24/1992

4. FEI Number
95-4380300

5. Certificate of Status Desired **\$8.75 Additional Fee Required**

6. Election Campaign Financing Trust Fund Contribution **\$5.00 May Be Added to Fees**

8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. Yes No

9. Name and Address of Current Registered Agent

**C T CORPORATION SYSTEM
 1200 SOUTH PINE ISLAND ROAD
 PLANTATION FL 33324**

10. Name and Address of New Registered Agent

81 Name

82 Street Address (P.O. Box Number is Not Acceptable)

83

84 City **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS	
TITLE	P <input checked="" type="checkbox"/> DELETE
NAME	BENSON, RONALD
STREET ADDRESS	100 UNIVERSAL CITY PLAZA
CITY-ST-ZIP	UNIVERSAL CITY CA 91608
TITLE	SD <input checked="" type="checkbox"/> DELETE
NAME	SAMUEL, MICHAEL
STREET ADDRESS	100 UNIVERSAL CITY PLAZA
CITY-ST-ZIP	UNIVERSAL CITY CA
TITLE	SVD <input type="checkbox"/> DELETE
NAME	RANDALL, KAREN
STREET ADDRESS	100 UNIVERSAL CITY PLAZA
CITY-ST-ZIP	UNIVERSAL CITY CA
TITLE	EV <input type="checkbox"/> DELETE
NAME	WEITZMAN, HOWARD L.
STREET ADDRESS	100 UNIVERSAL CITY PLAZA
CITY-ST-ZIP	UNIVERSAL CITY CA
TITLE	V <input type="checkbox"/> DELETE
NAME	BUSCEMI, PAUL
STREET ADDRESS	800 THIRD AVE
CITY-ST-ZIP	NEW YORK NY
TITLE	T <input type="checkbox"/> DELETE
NAME	CHERNEY, PAMELA F
STREET ADDRESS	100 UNIVERSAL CITY PLAZA
CITY-ST-ZIP	UNIVERSAL CITY CA

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE	President <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
1.2 NAME	Thomas L. Williams
1.3 STREET ADDRESS	100 Universal City Plaza
1.4 CITY-ST-ZIP	Universal City, CA
2.1 TITLE	Secretary <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
2.2 NAME	Sharon Garcia
2.3 STREET ADDRESS	100 Universal City Plaza
2.4 CITY-ST-ZIP	Universal City, CA
3.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
3.2 NAME	
3.3 STREET ADDRESS	
3.4 CITY-ST-ZIP	
4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
4.2 NAME	
4.3 STREET ADDRESS	
4.4 CITY-ST-ZIP	
5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
5.2 NAME	
5.3 STREET ADDRESS	
5.4 CITY-ST-ZIP	
6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
6.2 NAME	
6.3 STREET ADDRESS	
6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: *Paul Buscemi* Paul Buscemi Vice President **4/2/98**
 717-572-7000

CR2E034 (10/97)