

Document Number  
**F00000004299**

CT Corporation System  
660 East Jefferson Street  
Tallahassee, FL 32301  
Tel 850 222 1092  
Fax 850 222 7615  
Attn: Jeff Netherton

400003335464--4  
-07/25/00--01072--005  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

CORPORATION(S) NAME

\_\_\_\_\_  
\_\_\_\_\_  
Liberator Productions, Inc.  
\_\_\_\_\_  
\_\_\_\_\_

FILED  
30 SECRET OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 25 PM 2: 24

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit                 | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
| <input checked="" type="checkbox"/> Foreign        | <input type="checkbox"/> Reinstatement          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Change of RA       |
| <input type="checkbox"/> LLC                       | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Fictitious Name           | <input type="checkbox"/> Photocopies            | <input checked="" type="checkbox"/> CUS     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready        | <input type="checkbox"/> Call If Problem    |
| <input type="checkbox"/> Call When Ready           | <input checked="" type="checkbox"/> Walk In     | <input type="checkbox"/> After 4:30         |
| <input type="checkbox"/> Mail Out                  | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |

Name \_\_\_\_\_  
Availability \_\_\_\_\_  
Document \_\_\_\_\_  
Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
Acknowledgement \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

07/25/00

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

00 JUL 25 PM 12: 01

RECEIVED



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 25 PM 2:24

July 25, 2000

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: LIBERATOR PRODUCTIONS, INC.  
Ref. Number: W00000018551

We have received your document for LIBERATOR PRODUCTIONS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We cannot accept the CERTIFIED COPY of you. Articles of Incorporation.

The law requires that you provide us with a CERTIFICATE OF EXISTENCE. This is a 1-page certificate issued by the Oklahoma Secretary of State. It will state that your corporation is filed and that it hasn't been dissolved. We must have a original certificate -- i.e. not a photocopy -- dated within the past 90 days.

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 800A00040561

*Please back-date*

RECEIVED  
00 JUL 31 AM 10:21  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 25 PM 2:24

1. Liberator Productions, Inc.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Oklahoma 3. 73-1589327  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 5/23/00 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 6/1/00  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. P.O. Box 690268  
Tulsa, OK 74169  
(Current mailing address)

8. Any lawful or activity  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip code)

10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Carrie Berger  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Robert G. Tilton

Address: 1521 Alton Road  
PMB 371  
Miami, FL 33139

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**

President: Robert G. Tilton

Address: 1521 Alton Road  
PMB 371  
Miami, FL 33139

Vice President: Dan Moroso

Address: 1521 Alton Road  
PMB 371  
Miami, FL 33139

Secretary: Barbara Miller

Address: 2009 South 89th East Avenue  
Tulsa, OK 74129

Treasurer: Barbara Miller

Address: 2009 South 89th East Avenue  
Tulsa, OK 74129

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Barbara Miller, Secretary, Treasurer*  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. BARBARA Miller  
(Typed or printed name and capacity of person signing application)

FILED IN OFFICE OF STATE SECRETARY  
DIVISION OF CORPORATIONS  
00 JUL 25 PM 2:24

OFFICE OF THE SECRETARY OF STATE

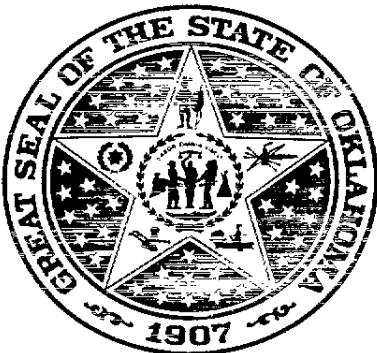


CERTIFICATE OF GOOD STANDING  
DOMESTIC CORPORATION

00 JUL 25 PM 2:24  
OFFICE OF THE SECRETARY OF STATE

*I THE UNDERSIGNED, Secretary of State of the State of Oklahoma, do hereby certify that I am, by the laws of said state, the custodian of the records of the state of Oklahoma relating to the right of certain business entities to transact business in this state and am the proper officer to execute this certificate.*

*I FURTHER CERTIFY that LIBERATOR PRODUCTIONS, INC., is a corporation duly organized and existing under and by virtue of the laws of the state of Oklahoma and is in good standing according to the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the entity's financial condition or business activities and practices. Such information is not available from this office.*



*IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of Oklahoma at the City of Oklahoma City, this*  
27th day of July, 2000.

*Mike Hunter*

Secretary of State

By: *David L. Mitchell*