

F05000003834

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000161340 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850) 205-0383  
From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 878-5926

05 JUL -1 AM 11:40

DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

WPC Piecemeal, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

F05-3834  
[Signature]

**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** WPC Placomeal, Inc.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

\_\_\_\_\_  
(Name of Person)  
CT Corporation System  
\_\_\_\_\_  
(Firm/Company)  
1201 Governor's Square Blvd, Suite 101  
\_\_\_\_\_  
(Address)  
Tallahassee, FL 32301-2960  
\_\_\_\_\_  
(City/State and Zip code)

For further information concerning this matter, please call:

\_\_\_\_\_  
(Name of Person) at ( 850 ) 222-1092  
(Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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.*

1. WPC Piscemeal, Inc.  
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 20-2383611  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 02/18/2005 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 10/01/2005  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1330 Ave. of the Americas, 25th Floor, New York, NY 10019  
(Principal office address)

1990 S. Bundy Drive, Suite 200 Los Angeles, CA 90025  
(Current mailing address)

8. Musical tour production  
(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324  
(City) (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.*

CT Corporation System

By: Michael J. Smith  
(Registered agent's signature)

**Michael J. Smith**  
Assistant Secretary

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 business addresses of officers and/or directors:

07/01/2005 09:57 8508785926  
05/30/2005 17:58 2136149179

**A. DIRECTORS**

Chairman: Fred Feingold

Address: 1330 Ave. of the Americas, 25th Floor

New York, NY 10019

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

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

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

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

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

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

**B. OFFICERS      *SEE ATTACHMENT***

President: Fred Feingold

Address: 1330 Ave. of the Americas, 25th Floor

New York, NY 10019

Vice President: Timna Woolley

Address: 1990 S. Bundy Dr., Suite 200

Los Angeles, CA 90025

Secretary: Mack Barr

Address: 1330 Ave. of the Americas, 25th Floor New York, NY 10019

Treasurer: Nancy Chapman

Address: 1990 S. Bundy Dr., Suite 200 Los Angeles, CA 90025

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

13. \_\_\_\_\_

(Signature of Director or Officer listed in number 12 of the application)

14. Fred Feingold, President

(Typed or printed name and capacity of person signing application)

## **WPC Piecemeal, Inc.**

### List of Officers

Fred Feingold	President & CEO	1330 Avenue of the Americas, 25th Floor, New York, NY 10019
Timm Woolley	VP & Asst Treasurer	1990 S. Bundy Drive, #200, Los Angeles, CA 90025
Nancy Chapman	Treasurer & CFO	1990 S. Bundy Drive, #200, Los Angeles, CA 90025
Mark Berg	VP & Secretary	1330 Avenue of the Americas, 25th Floor, New York, NY 10019

### List of Directors

Fred Feingold 1330 Avenue of the Americas, 25th Floor, New York, NY 10019

07/01/2005 09:57 8508785926

CT CORPORATION SYSTM

PAGE 05/05

FROM CORPORATION TRUST 302-655-2480

(THU) 6.30'05 18:26/ST. 18:24/NO. 4862069490 P 2

# Delaware

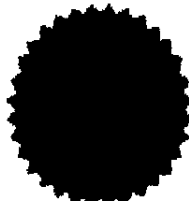
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WPC PIERCEMEL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF JUNE, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

06  
30  
2005



3928807 8300  
050546702

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3991724

DATE: 06-30-05