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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: SESAC, Incorporated
(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:

Joanne Jenkins
(Name of Person)

SESAC, Inc.
(Firm/Company)

55 Music Square East
(Address)

Nashville, TN 37203
(City/State and Zip code)

For further information concerning this matter, please call:

Freddie Crespo at (615) 320-0055
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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.

SESAC, Incorporated

1. _____
(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. New York 3. 13-1325220
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/06/1931 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 10/01/2007
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 420 Lincoln Road, Suite 502, Miami Beach, FL 33139
(Principal office address)
55 Music Square East, Nashville, TN 37203
(Current mailing address)

8. License for the use of music.
(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: National Registered Agents, Inc.
Office Address: 2731 Executive Park Drive, Suite 4
Weston, Florida 33331
(City) (Zip code)

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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.

National Registered Agents, Inc.

→ Lindsey Klemencic
(Registered agent's signature)
Lindsey Klemencic - 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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. Warren L. Schlumpf, Sr. V.P., Finance and Chief Financial Officer
(Typed or printed name and capacity of person signing application)

SESAC, Inc. – Senior Officers

Chairman and
Chief Executive Officer

Stephen C. Swid
SESAC Holdings, Inc.
152 West 57th St., 57th Fl., New York, NY 10019-3310
212 752-4050

Member of the
Office of the Chairman

Ira N. Smith
SESAC, Inc.
152 West 57th St., 57th Fl., New York, NY 10019-3310
212 484-0622

Member of the
Office of the Chairman

Fredric B. Gershon
Music Theatre International
421 West 54th St., New York, NY 10019-4450
212 586-3450

President and
Chief Operating Officer

Patrick T. Collins
SESAC, Inc.
55 Music Square East, Nashville, TN 37203
615 320-0055

Treasurer

Stanley S. Shuman
Allen & Company LLC
711 Fifth Ave., New York, NY 10022
212 832-8000

Sr.V.P., Finance and
Chief Financial Officer

Warren L. Schlumpf
SESAC Holdings, Inc.
152 West 57th St., 57th Fl., New York, NY 10019-3310
212 484-0612

Exec. V.P., Business Affairs

Dennis Lord
SESAC, Inc.
55 Music Square East, Nashville, TN 37203
615 320-0055

Sr. V.P., West Coast Operations
SESAC Latin, Film &
Television

Patricia Rogers
SESAC, Inc.
501 Santa Monica Blvd., Suite. 450, Santa Monica, CA 90410
310 393-9671

Sr. V.P., Licensing Operations

William R. Lee
SESAC, Inc.
55 Music Square East, Nashville, TN 37203
615-320-0055

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SESAC, Inc. -- Board of Directors

Chairman	Stephen C. Swid SESAC Holdings, Inc. 152 West 57th St., 57th Fl., New York, NY 10019-3310 212 752-4050
Member of the Office of the Chairman	Ira N. Smith SESAC, Inc. 152 West 57 th St., 57 th Fl., New York, NY 10019-3310 212 484-0622
Member of the Office of the Chairman	Fredric B. Gershon Music Theatre International 421 West 54th Street, New York, NY 10019-4450 212 586-3450
Director	Stanley S. Shuman Allen & Company LLC 711 Fifth Avenue, New York, NY 10022 212 832-8000
Director	John H. Josephson Allen & Company LLC 711 Fifth Avenue, New York, NY 10022 212 832-8000
Director	Scott L. Swid SLS Management, LLC 140 West 57th St., Suite 7B, New York, NY 10019 212 537-3600
Director	Patrick T. Collins SESAC, Inc. 55 Music Square East, Nashville, TN 37203 615 320-005
Director	David L. Shuman 188 East 70 th St., Apt. 25A New York, NY 10021 212 218-2786

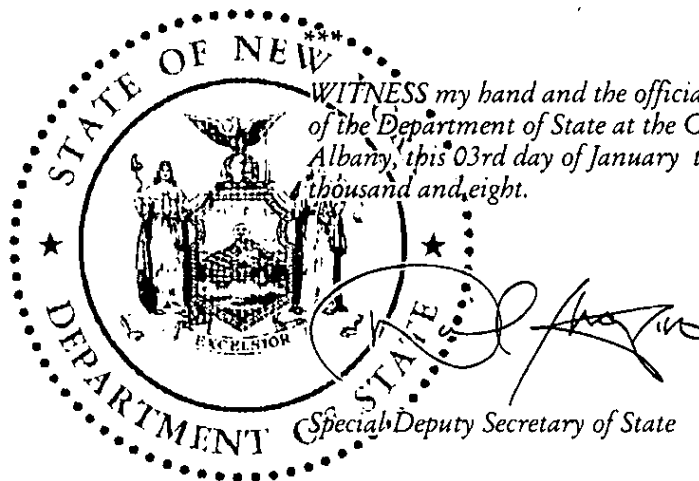
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State of New York } ss:
Department of State

I hereby certify, that the Certificate of Incorporation of SESAC, INC. was filed on 02/06/1931, under the name of SOCIETY OF EUROPEAN STAGE AUTHORS AND COMPOSERS, INC., fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment SOCIETY OF EUROPEAN STAGE AUTHORS AND COMPOSERS, INC., changing its name to SESAC, INC., was filed 12/26/1940.

The Biennial Statement is past due.



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