

F13000001070

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

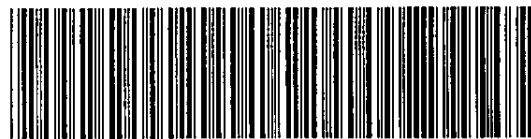
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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RECEIVED  
13 MAR 11 PM 1:50  
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TALLAHASSEE FLORIDA

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13 MAR 11 AM 5:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

1/4



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 564859 4313350

AUTHORIZATION :

COST LIMIT : \$ 87,50

A handwritten signature in black ink, appearing to read 'D. McKeenan', is written over the 'AUTHORIZATION' and 'COST LIMIT' fields.

ORDER DATE : March 11, 2013

ORDER TIME : 9:55 AM

ORDER NO. : 564859-005

CUSTOMER NO: 4313350

FOREIGN FILINGS

NAME: PAYEES ENTERTAINMENT INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 52956

EXAMINER: \_\_\_\_\_

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Payees Entertainment 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," or "Certificate of Good Standing" 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:

James M. Donovan

Name of Person

The Donovan Offices

Firm/Company

915 Wilshire Blvd., Suite 1610

Address

Los Angeles, California 90017

City/State and Zip code

vrodriguez@thedonovanoffices.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mark D. Maisonneuve at ( 213 ) 629-4861

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.

1. Payees Entertainment 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. New York

(State or country under the law of which it is incorporated)

3. 45-1087481

(FEI number, if applicable)

4. 3/17/2011

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6.

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

7. 8383 Wilshire Blvd., Suite 100, Beverly Hills, CA 90211

(Principal office address)

8383 Wilshire Blvd., Suite 100, Beverly Hills, CA 90211

(Current mailing address)

8. staffing services to the entertainment industry

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(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.

[Handwritten signature]

(Registered agent's signature)

Sue G. Knight Assistant Vice President

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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TALLAHASSEE FLORIDA

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

A. DIRECTORS

Chairman: Michael G. Rose

Address: 8383 Wilshire Blvd., Suite 100, Beverly Hills, CA 90211

Vice Chairman:

Address:

Director: Michael G. Rose

Address: 8383 Wilshire Blvd., Suite 100, Beverly Hills, CA 90211

Director:

Address:

B. OFFICERS

President: Michael G. Rose

Address: 8383 Wilshire Blvd., Suite 100, Beverly Hills, CA 90211

Vice President:

Address:

Secretary: Michael G. Rose

Address: 8383 Wilshire Blvd., Suite 100, Beverly Hills, CA 90211

Treasurer: Michael G. Rose

Address: 8383 Wilshire Blvd., Suite 100, Beverly Hills, CA 90211

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

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

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Michael G. Rose

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

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**State of New York  
Department of State } SS:**

*I hereby certify, that the Certificate of Incorporation of PAYEES ENTERTAINMENT INC. was filed on 03/17/2011, with perpetual duration, 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.*



\*\*\*

*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 08th day of March  
two thousand and thirteen.*

Daniel Shapiro  
Special Deputy Secretary of State