

F97000006295

HOWE, CUNNINGHAM & LOWE, P.L.C.

RICHARD D. HOWE
MICHAEL J. CUNNINGHAM
CHIP LOWE

ATTORNEYS AT LAW

2924 104TH STREET

URBANDALE, IOWA 50322-3815

TELEPHONE (515) 278-4200

FACSIMILE (515) 278-4655

November 4, 1997

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

**RE: Oceanfront Productions Limited
Our File No. 5541.01-OCE**

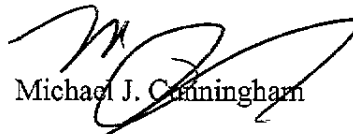
400002351534--5
-11/19/97--01035--002
*****70.00 *****70.00

W97-26131

Dear Sir/Madam:

Enclosed you will find a Transmittal Letter, Application by Foreign Corporation for Authorization to Transact Business in Florida and our check in the sum of \$70.00. Please file the original documents and issue the appropriate authority to transact business in the state of Florida. The documentation authorizing the transaction of business in Florida should be returned to me.

Very truly yours,


Michael J. Cunningham

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -1 PM 12:53

MJC:bln

Enc.

c: William C. Brown

mt
12/1

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: OCEANFRONT PRODUCTIONS LIMITED
(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:

Michael J. Cunningham
(Name of Person)

Howe, Cunningham & Lowe, P.L.C.
(Firm/Company)

2924 104th Street
(Address)

Urbandale, Iowa 50322
(City/State/Zip)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC - 1 PM 12: 53

Should you need to call someone concerning this matter, please call:

Michael J. Cunningham at (515) 278-4200
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 19, 1997

HOWE, CUNNINGHAM & LOWE
2924 104TH STREET
URBANDALE, IA 50322-3815

SUBJECT: OCEANFRONT PRODUCTIONS LIMITED
Ref. Number: W97000026131

We have received your document for OCEANFRONT PRODUCTIONS LIMITED and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 797A00055453

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC - 1 PM 12: 53

**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. OCEANFRONT PRODUCTIONS LIMITED, 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. Iowa 3. 39-1890024
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 8, 1997 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1-1-98
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 9901 Winston Avenue
Urbandale, Iowa 50322-2183
(Current mailing address)

8. Production of films, music discs and publishing of books
(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: Benjamin Francis Brown, Jr.

Office Address: 2506 America's Cup Court

Atlantic Beach, Florida, 32233
(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.

Benjamin Francis Brown, Jr.
(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC - 1 PM 12:51

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: William C. Brown

Address: 9901 Winston Ave., Urbandale, Iowa 50322

Vice Chairman: George Ford Brown, Jr.

Address: 974 MLK Road, Pawleys Island, South Carolina 29585

Director: George Ford Brown, Jr.

Address: 974 MLK Road, Pawleys Island, South Carolina 29585

Director: Bernie F. Patton

Address: 9901 Winston Ave., Urbandale, Iowa 50322

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

President: William C. Brown

Address: 9901 Winston Ave., Urbandale, Iowa 50322

Vice President: William C. Brown

Address: 9901 Winston Ave., Urbandale, Iowa 50322

Secretary: William C. Brown

Address: 9901 Winston Ave., Urbandale, Iowa 50322

Treasurer: William C. Brown

Address: 9901 Winston Ave., Urbandale, Iowa 50322

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -1 PM 12:54

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

13. William C. Brown
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William C. Brown President/Chairman
(Typed or printed name and capacity of person signing application)

November 3, 1997
Corp. No.: 000206193
Ref. No.: 197982

IOWA

SECRETARY OF STATE

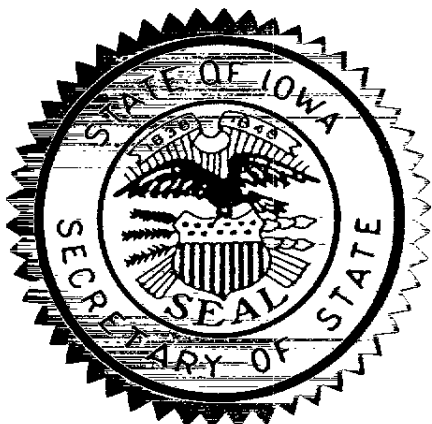
HOWE CUNNINGHAM & LOWE PLC
ATTN; BECKY
2924 104TH ST
URBANDALE, IA 50322

CERTIFICATE OF EXISTENCE

Name OCEANFRONT PRODUCTIONS LIMITED
Date MAY 8, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -1 PM 12:54

I, PAUL D. PATE, secretary of the state of Iowa, custodian of records incorporations, certify that the corporation named on this certificate is in existence and was duly incorporated under the laws of Iowa on the date printed above, with perpetual duration, that all fees required by the Iowa Business Corporation Act have been paid by the corporation, that the most recent annual corporate report required by Iowa Code chapter 490 has been filed by the secretary of state, and that articles of dissolution have not been filed.



A handwritten signature in cursive script that reads "Paul D. Pate".

SECRETARY OF STATE

