

11:30 FAX 130010 GY&S, P. A. 2/00
Division of Corporations Page 1 of 1
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Florida Department of State
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DIVISION OF CORPORATION

FOREIGN LIMITED LIABILITY COMPANY

William Morris Agency, LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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TALLAHASSEE, FLORIDA

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FAX AUDIT NO.: H05000002915

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. William Morris Agency, LLC (Name of Foreign Limited Liability Company)

2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. 13-1062500 (FEI number, if applicable)

4. December 22, 2004 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. December 22, 2004 (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 119 Washington Avenue, Suite 400 Miami Beach, FL 33139 (Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here [X]

9. The name and usual business addresses of the managing members or managers are as follows: Please see attached list

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Representation of entertainment artists.

Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.) Irving J. Weintraub, Chief Financial Officer and Executive Vice President Typed or printed name of signee

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

William Morris Agency, LLC

2. The name and the Florida street address of the registered agent and office are:

Valdes-Fauli Corporate Services, Inc.

(Name)

2 South Biscayne Boulevard, Suite 3400

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Miami

FL

33131

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.
VALDES-FAULI CORPORATE SERVICES, INC.

By: _____

(Signature)

Mark J. Scheer, President

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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TALLAHASSEE, FLORIDA

FAX AUDIT NO.: H05000002915

ATTACHMENT TO ITEM NO. 9
OF
APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

WILLIAM MORRIS AGENCY, LLC

LIST OF MANAGERS AND ADDRESSES

<u>Name</u>	<u>Address</u>
Norman R. Brokaw	151 El Camino Drive, Beverly Hills, CA 90212
John M. Fogelman	151 El Camino Drive, Beverly Hills, CA 90212
Suzanne Gluck	151 El Camino Drive, Beverly Hills, CA 90212
James M. Griffin	151 El Camino Drive, Beverly Hills, CA 90212
Peter Grosslight	151 El Camino Drive, Beverly Hills, CA 90212
Samuel B. Haskell III	151 El Camino Drive, Beverly Hills, CA 90212
Mark A. Itkin	151 El Camino Drive, Beverly Hills, CA 90212
Steven H. Kram	151 El Camino Drive, Beverly Hills, CA 90212
John Mass	151 El Camino Drive, Beverly Hills, CA 90212
Richard A. Rosenberg	151 El Camino Drive, Beverly Hills, CA 90212
Jennifer Rudolph Walsh	151 El Camino Drive, Beverly Hills, CA 90212
Mike Simpson	151 El Camino Drive, Beverly Hills, CA 90212
Cara Stein	151 El Camino Drive, Beverly Hills, CA 90212
Irving J. Weintraub	151 El Camino Drive, Beverly Hills, CA 90212
James A. Wiatt	151 El Camino Drive, Beverly Hills, CA 90212
David Z. Wirschafter	151 El Camino Drive, Beverly Hills, CA 90212

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Delaware

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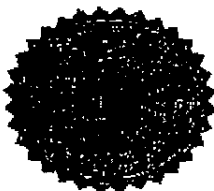
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WILLIAM MORRIS AGENCY, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WILLIAM MORRIS AGENCY, LLC" WAS FORMED ON THE THIRTIETH DAY OF NOVEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

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TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3585165

DATE: 12-29-04

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