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### ORIDA/FOREIGN LIMITED LIABILITY CO.

Dolphin Films, LLC

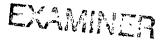
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AUG 2 5 2008



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

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

Dolphin Films, LLC	
7,	ny; must include "Limited Liability Company," "L.L.C.," or "L.C.")
Francisco ilable appropriate game advared	for the purpose of transacting business in Florida and attach a copy of the wife
nsent of the managers or managing members ado	opting the alternate name. The alternate name must include "Limited Limiter
ompany," "L.L.C.," "LLC.")	E:
Delaware	ted liability (FEI number, if applicable)
(Jurisdiction under the law of which foreign limit company is organized)	100
January 18, 2008	5, perpetual
(Date of Organization)	(Duration: Year limited liability company will cease to exist or "perpetual")
Dute first transacted b	nusiness in Florida, if prior to registration.)
(See sections 608.50) &	: 608.502 F.S. to determine penalty liability)
c/o Dolphin Entertainment, Inc., 804 Douglas R	Road, Executive Tower Building, Suite 365, Coral Gables, FL 33134
the property animaliant med out a region -	The state of the s
/6.	neet Address of Principal Office)
(a)	real transfer at 1 modes acreal
If limited liability company is a manage	π-managed company, check here 🔀
If thinted mapinity company is a manage	throughout something; and the first
The paper and years business addresses	of the managing members or managers are as follows:
LITE THAT IS RING REPORT OF THE PROPERTY.	of me unitaking martina or managara are an inches
Dolphin Films Manager, LLC	
	Road, Executive Tower Building, Suite 365, Coral Gables, FL 33134
	Road, Executive Tower Building, Suite 365, Coral Gables, FL 33134
	Road, Executive Tower Building, Suite 365, Coral Gables, FL 33134
	Road, Executive Tower Building, Suite 365, Coral Gables, FL 33134
c/o Dolphin Entertainment, Inc., 804 Douglas I	
c/o Dolphin Entertainment, Inc., 804 Douglas I	more than 90 days old, duty authenticated by the official herving custody of records
c/o Dolphin Entertainment, Inc., 804 Douglas I  Attached is an original certificate of existence, not a purisdiction under the law of which it is organized.	more than 90 days old, duly authenticated by the official having custody of records . (A photocopy is not acceptable. If the certificate is in a foreign language, a
c/o Dolphin Entertainment, Inc., 804 Douglas I	more than 90 days old, duly authenticated by the official having custody of records . (A photocopy is not acceptable. If the certificate is in a foreign language, a
c/o Dolphin Entertainment, Inc., 804 Douglas I  Attached is an original certificate of existence, not e jurisdiction under the law of which it is organized analytical of the certificate under oath of the translation	more than 90 days old, duty authoricated by the official having custody of records . (A photocopy is not acceptable. If the certificate is in a foreign language, a rimest be submitted.)
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c/o Dolphin Entertainment, Inc., 804 Douglas I  Attached is an original certificate of existence, not a purisdiction under the law of which it is organized analytic of the certificate under eath of the translation.  Nature of business or purposes to be considered to business or purpose to business or pur	more than 90 days old, duty authorizated by the official having custody of record.  (A photocopy is not acceptable. If the certificate is in a foreign language, a remark be submitted)  onducted or promoted in Florida:  the or an authorized representative of a member.  In 608,408(3), F.S., the execution of this document constitutes  analties of parjury that the facts scaled herein are true.)
C/o Dolphin Entertainment, Inc., 804 Douglas 1  Attached is an original certificate of existence, not a jurisdiction under the law of which it is organized arelation of the certificate under oath of the translation.  Nature of business or purposes to be considered to business or purpose to be considered to business or purpose to business or	more than 90 days old, duty authorizated by the official having custody of records. (A photocopy is not acceptable. If the certificate is in a foreign language, a remark be submitted)  onducted or promoted in Florida:  there or an authorized representative of a member.  on 608.408(3), F.S., the execution of this document constitutes

PLOS? - 04/29/2007 CT System Deline

## 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 Comp	oany is:		
Dolphin Films, LLC				•.
If name unavails	ible, the alternate name to b	be used in the state	of Florida is:	
2. The name and	d the Florida street address	of the registered ag	ent and office are:	<u>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</u>
	c	Corporation System		
		(Name)		-
	1200	South Pine Island Road	d	
	Florida Street Ade	dress (P.O. Box NOT	ACCEPTABLE)	<b>.</b>
	Plantation	FL	33324	
		City/State/Zip		-
liability company agent and agree relating to the pro obligations of my		this certificate, I her ther ugree to comply ance of my duties, at	eby accept the appointn with the provisions of ad I am familiar with ar	nent as registered all statutes ad accept the
	\$ 100.00	Filing Fee for A	pplication	
	\$ 25.00	Designation of	Registered Agent	

\$ 30.00 Certified Copy (optional) \$ 5.00 Certificate of Status (optional)

# Delaware

PAGE 1

#### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DOLPHIN FILMS, 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-FIRST DAY OF AUGUST, A.D. 2008.

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

4491824 8300

080893062

may verify this certificate colline

Varuel Smila Hinden

Harriet Smith Windsor, Scoretary of State

AUTHENTICATION: 6807209

DATE: 08-21-08