



M98000000541

ACCOUNT NO. : 072100000032  
REFERENCE : 823046 4306267  
AUTHORIZATION : Patricia Pizquet  
COST LIMIT : \$ 285.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 29 PM 3:25

ORDER DATE : May 18, 1998  
ORDER TIME : 10:04 AM  
ORDER NO. : 823046-005  
CUSTOMER NO: 4306267

M98000000541

CUSTOMER: Robert Y. Nagata, Esq  
Musick Peeler & Garrett  
One Wilshire Boulevard  
Suite 2100  
Los Angeles, CA 90017-3321

800002538838-2

FOREIGN FILINGS

NAME: APOLLO HOLDINGS, LLC

(7)

XXXX QUALIFICATION (TYPE: CO)

ML

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Christopher Smith

RECEIVED  
98 MAY 28 AM 10:31  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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May 28, 1998

CHRISTOPHER SMITH  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: APOLLO HOLDINGS, LLC  
Ref. Number: W98000012150

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for APOLLO HOLDINGS, LLC and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

In addition to the APPLICATION, the AFFIDAVIT, and the CERTIFICATE, we must also have a completed and signed REGISTERED AGENT DESIGNATION page. Please use the form attached.,

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 398A00029920

RECEIVED  
98 MAY 29 PM 1:54  
FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 29 PM 3:25

### RESOLUTION OF MANAGING MEMBERS OR MANAGERS

I, the undersigned ROBERT Y. NAGATA  
(Name)

do hereby certify that this Resolution of the Managing Members or Managers of

APOLLO HOLDINGS, LLC  
(Name of Limited Liability Company)

a limited liability company duly organized and existing under the laws of the State of

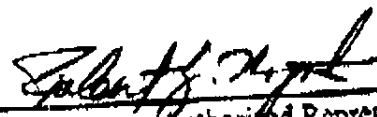
CALIFORNIA, was duly adopted on May 28, 1998.

Be it resolved, that APOLLO HOLDINGS, LLC  
(Name of Limited Liability Company)

organized and existing in the state of CALIFORNIA, hereby adopts the

name of CALIFORNIA APOLLO HOLDINGS, LLC for use in Florida.

Dated: May 28, 1998

  
\_\_\_\_\_  
Signature of a Member or an Authorized Representative of a Member



**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

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The undersigned member or authorized representative of a member of \_\_\_\_\_

Robert Y. Nagata

deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 10,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ 0 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is  
\$ 10,000.00 . This total includes amounts from 2 and 3 above.

Robert Y. Nagata



Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit  
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Manager/Member

**Filing Fee: \$ 52.50 for Affidavit**

**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.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
MAY 29 PM 3:25

1. The name of the Limited Liability Company is:

Apollo Holdings, LLC

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

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

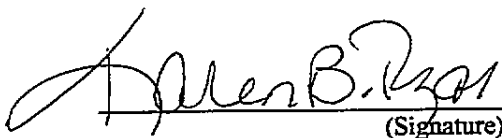
Tallahassee

FL

32301

City/State/Zip

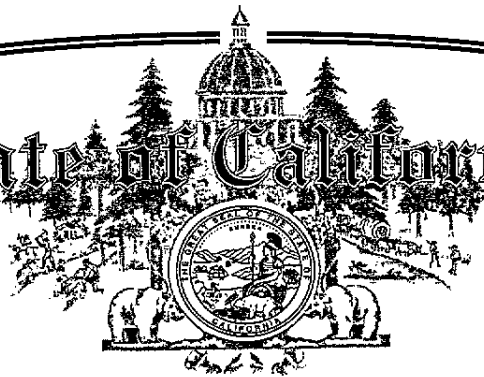
*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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.*

  
(Signature)

Karen B. Rozar, As Its Agent

**Filing Fee: \$ 35 for Designation of Registered Agent**

# State of California



SECRETARY OF STATE

## CERTIFICATE OF STATUS CALIFORNIA LIMITED LIABILITY COMPANY

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SECRETARY OF CORPORATIONS  
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I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

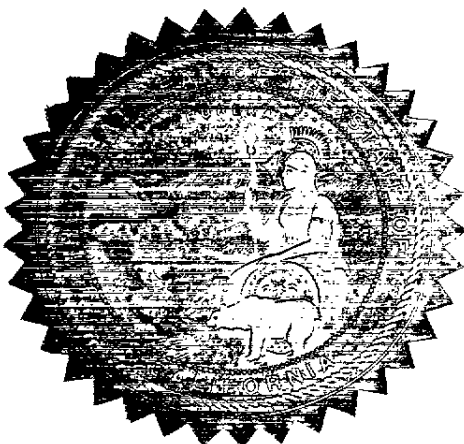
That on the 14th day of April, 1997, **APOLLO HOLDINGS, LLC** became recognized under the laws of the State of California by filing its Articles of Organization in this office; and

That no record exists in this office of a certificate of cancellation of said limited liability company nor of a court declaring cancellation thereof; and

That according to the records of this office, the said limited liability company is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition of this limited liability company.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this 27th day of May, 1998.



*Bill Jones*  
BILL JONES  
Secretary of State