

Document Number
F00000004299

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

400003335464--4
-07/25/00--01072--005
*****87.50 *****87.50

CORPORATION(S) NAME

Liberator Productions, Inc.

☒ Profit
☐ Nonprofit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal
☐ Reinstatement

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ LLC

☐ Name Registration

☐ Change of RA

☐ Fictitious Name

☐ UCC

☒ Certified Copy

☐ Photocopies

☒ CUS

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
Acknowledgement _____
W.P. Verifier _____

07/25/00

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JUL 25 PM 12:01

RECEIVED

00 JUL 25 PM 2:24

FILED
DEPT. OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 25, 2000

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: LIBERATOR PRODUCTIONS, INC.
Ref. Number: W00000018551

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 25 PM 2:24

We have received your document for LIBERATOR PRODUCTIONS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We cannot accept the CERTIFIED COPY of you. Articles of Incorporation.

The law requires that you provide us with a CERTIFICATE OF EXISTENCE. This is a 1-page certificate issued by the Oklahoma Secretary of State. It will state that your corporation is filed and that it hasn't been dissolved. We must have a original certificate -- i.e. not a photocopy -- dated within the past 90 days.

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: 800A00040561

Please back-date

RECEIVED
00 JUL 31 AM 10:21
DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FL 32314

**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.*

00 JUL 25 PM 2:24
SECRET
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

1. Liberator Productions, 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. Oklahoma 3. 73-1589327
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 5/23/00 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 6/1/00
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. P.O. Box 690268
Tulsa, OK 74169
(Current mailing address)

8. Any lawful or activity
(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: CT Corporation System

Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(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.

Corrin Berger
(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.

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Robert G. Tilton

Address: 1521 Alton Road
PMB 371
Miami, FL 33139

Director: _____

Address: _____

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

President: Robert G. Tilton

Address: 1521 Alton Road
PMB 371
Miami, FL 33139

Vice President: Dan Moroso

Address: 1521 Alton Road
PMB 371
Miami, FL 33139

Secretary: Barbara Miller

Address: 2009 South 89th East Avenue
Tulsa, OK 74129

Treasurer: Barbara Miller

Address: 2009 South 89th East Avenue
Tulsa, OK 74129

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

13. Barbara Miller, Secretary, Treasurer
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. BARBARA Miller
(Typed or printed name and capacity of person signing application)

FILED
DIVISION OF CORPORATIONS
00 JUL 25 PM 2:24

OFFICE OF THE SECRETARY OF STATE

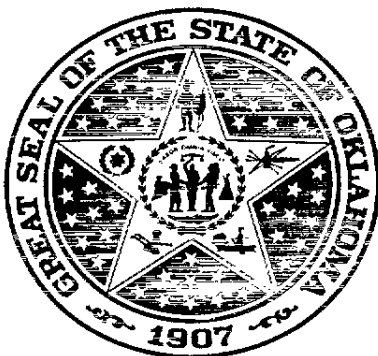


CERTIFICATE OF GOOD STANDING
DOMESTIC CORPORATION

00 JUL 25 PM 2:24
DIVISION OF CORPORATIONS

I THE UNDERSIGNED, Secretary of State of the State of Oklahoma, do hereby certify that I am, by the laws of said state, the custodian of the records of the state of Oklahoma relating to the right of certain business entities to transact business in this state and am the proper officer to execute this certificate.

I FURTHER CERTIFY that LIBERATOR PRODUCTIONS, INC. is a corporation duly organized and existing under and by virtue of the laws of the state of Oklahoma and is in good standing according to the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the entity's financial condition or business activities and practices. Such information is not available from this office.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of Oklahoma at the City of Oklahoma City, this
27th day of July, 2000.

Mike Hunter

Secretary of State

By: *Doris L. Mitchell*