

F02000002243

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Reel Star Productions, Inc.
(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. Quinlan
(Name of Person)

Jensen Baird Gardner & Henry
(Firm/Company)

P.O. Box 4510
(Address)

Portland, Maine 04112
(City/State and Zip code)

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For further information concerning this matter, please call:

Michael J. Quinlan at (207) 775-7271
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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 TALLAHASSEE, FLORIDA

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Name Availability	
Document Examiner	Enclosed is a check for the following amount: DCC
Updater	<input checked="" type="checkbox"/> \$70.00 Filing Fee DCC
Updater Verifier	
Acknowledgement	DCC
W. P. Verifier	DCC

- Enclosed is a check for the following amount:
- \$70.00 Filing Fee
 - \$78.75 Filing Fee & Certificate of Status
 - \$78.75 Filing Fee & Certified Copy
 - \$87.50 Filing Fee, Certificate of Status & Certified Copy

F02000002243

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. Reel Star 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. Maine 3. 01-0519703
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 20, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 29A Old Orchard Road, Saco, Maine 04072
(Principal office address)
29A Old Orchard Road, Saco, ME 04072
(Current mailing address)

8. All legal purposes.
(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: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

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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.

Corporation Service Company
David Capozzolo David Capozzolo/Authorized Representative
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: N/A

Address: _____

Vice Chairman: N/A

Address: _____

Director: Karen E. True

Address: 29A Old Orchard Road

Saco, Maine 04072

Director: Maureen Gorman

Address: 74 Foreside Road

Cumberland Foreside, Maine 04110

B. OFFICERS

President: Karen E. True

Address: 29A Old Orchard Road

Saco, Maine 04072

Vice President: N/A

Address: _____

Secretary: Michael J. Quinlan

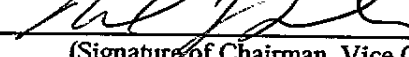
Address: 10 Free Street, Portland, Maine 04101

Treasurer: Karen E. True

Address: 29A Old Orchard Road, Saco, Maine 04072

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TALLAHASSEE FLORIDA

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

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

14. Michael J. Quinlan, Clerk
(Typed or printed name and capacity of person signing application)

State of Maine



Department of the Secretary of State

I, the Secretary of State of Maine, certify that according to the provisions of the Constitution and Laws of the State of Maine, the Department of the Secretary of State is the legal custodian of the Great Seal of the State of Maine which is hereunto affixed and of the records of organization, amendment and dissolution of corporations and annual reports filed by the same.

I further certify that REEL STAR PRODUCTIONS, INC., formerly KAREN E. TRUE, INC. is a duly organized business corporation under the laws of the State of Maine and that the date of incorporation is July 20, 1998.

I further certify that said business corporation has filed annual records due to this Department, and that no action is now pending by or on behalf of the State of Maine to forfeit the charter and that according to the records in the Department of the Secretary of State, said corporation is a legally existing business corporation in good standing under the laws of the State of Maine at the present time.

In testimony whereof, I have caused the Great Seal of the State of Maine to be hereunto affixed. Given under my hand at Augusta, Maine, this twenty-second day of April 2002.

A handwritten signature in black ink, appearing to read 'Dan Gwadosky'.

DAN GWADOSKY
Secretary of State



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GREEN CONN.

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