

# F02000004076

## TRANSMITTAL LETTER

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** RGB Entertainment International 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:

David J. Hart, Esq.  
(Name of Person)

David J. Hart, P.A.  
(Firm/Company)

21 SE 1 Avenue, 10th floor  
(Address)

Miami, Fl 33131  
(City/State and Zip code)

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-08/09/02--01043--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

For further information concerning this matter, please call:

David J. Hart, Esq. at ( 305 ) 577-9977  
(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

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee    ☐ \$78.75 Filing Fee & Certificate of Status    ☒ ~~\$78.75 Filing Fee & Certificate of Status~~    ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

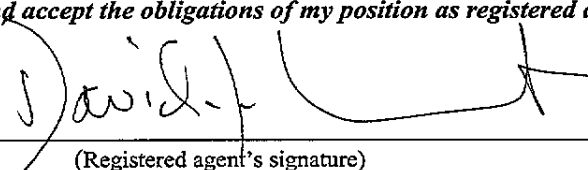
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

*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. RGB Entertainment International 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. Delaware  
(State or country under the law of which it is incorporated)
3. N/A  
(FEI number, if applicable)
4. 04/08/2002  
(Date of incorporation)
5. Perpetual  
(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. 21 SE 1 Avenue, 11th Floor, Miami, Fl 33131  
(Principal office address)  
Same  
(Current mailing address)
8. To engage in any lawful act 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: David J. Hart, Esq.  
Office Address: 21 SE 1 Avenue 10th Floor  
Miami, Florida 33131  
(City) (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.*

  
(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.

FILED  
02 AUG -9 AM 10:47  
SECRETARY OF STATE  
ALLAHSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Gustavo Yankelevich (Director)

Address: Calle Av. Del Libertador No. 3050, Piso 13  
Buenos Aires, Argentina

Vice Chairman: Victor Alejandro Gonzalez (Director)

Address: Calle Tres de Febrero No. 2633  
San Isidro, Argentina

Director: Constancio Carlos Vigil (Director)

Address: Calle Cavia No. 3037, Piso 8  
Buenos Aires, Argentina

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. OFFICERS

President: Gustavo Yankelevich

Address: Calle Av. Del Libertador No. 3050, Piso 13  
Buenos Aires, Argentina

Vice President: Victor Alejandro Gonzalez

Address: Calle Tres de Febrero No. 2633  
San Isidro, Argentina

Secretary: Jorge Emilio Fiorito

Address: Suipacha 1111 Piso 17, Edificio Olivetti, Buenos Aires, Argentina

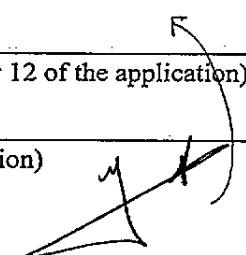
Treasurer: Constancio Carlos Vigil

Address: Calle Cavia No. 3037, Piso, Buenos Aires, Argentina

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. Gustavo Yankelevich, President  
(Typed or printed name and capacity of person signing application)



# Delaware

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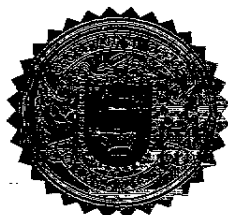
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RGB ENTERTAINMENT INTERNATIONAL INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF JULY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID ENTERTAINMENT INTERNATIONAL INC." WAS INCORPORATED THE EIGHTH DAY OF APRIL, A.D. 2002.

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

FILED  
02 AUG - 8 AM 10: 17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1908176

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DATE: 07-29-02