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CORPORATION(S) NAME		\$ T T T T T T T T T T
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() Limited Partnership	() Annual Report	() Other
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() Certified Copy	() Photocopies	() CUS $\rightarrow \omega$
() Call When Ready	() Call If Problem	() After 4:30
(x) Walk In	() Will Wait	(x) Pick Up
() Mail Out		
Name	9/25/02	Order#: 5609428 8 7
Availability	7/23/02	Order#: 5609428 25 7
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660 East Jefferson Street	PLEASE CO	

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

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 SOLUTION SOLU
1. Heatwave 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. California (State or country under the law of which it is incorporated) 3. 95-4518145 (FEI number, if applicable)
4. 2/10/95 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to existor "perpetual")
6
7. 2700 Colorado Avenue 2nd Floor
Santa Monica, CA 90464 (Current mailing address)
8
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. CT Corporation System SPECIAL ASSISTANT SECRETARY
(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) FL019 - 9/2/99 C T System Online

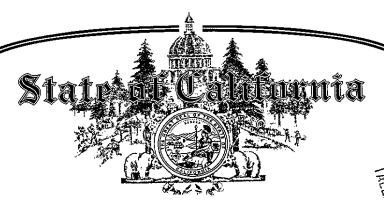
	TORS (Street address only - P.O. Box NOT acceptable)
Director	: AMIR Malin
Address: _	2700 Colorado Avenue. 2nd Flool
	Souta Monica, CA 90404 25 00 1
Director Vice Chain	Ken Schapiro
	2700 Colorado Avenue, 2nd Floor
	Santa Manica CA 90404
Director: _	The same of the sa
Address: _	
Director: _	
Address: _	
_	
B. OFFIC	CERS (Street address only - P.O. Box NOT acceptable)
	AMIR Malin
Address:	2700 Colorado Avenue 2nd Flool
	Santa Monica, CA 90404
Preside	rt: Ken Schapiro
Address: _	and a large land a land
_	Santa Monica, CA 90404
Secretary:	B. James Gladstone
Address: _	2700 Colorado Avenue. 2nd Floor
_	Santa Monica CA 90404
Treasurer:	Greg Arvelen
Address:	2708 Colorado Avenue, 2nd Flool
_	Santa Mercica CA 90404
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	Ken Schapiro President
	(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify.

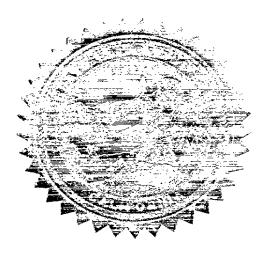
That on the 10TH day of FEBRUARY, 1995, HEATWAVE PRODUCTIONS, INC. became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate 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, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of **September 25, 2002.**

BILL JONES Secretary of State