

FA4000006292

00789-00524-00672

already reg. as FLA
corp.

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

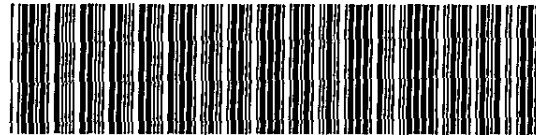
Special Instructions to Filing Officer:

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FPC

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10/21/04--01037--001 **78.75

FILED
TALLAHASSEE, FLORIDA

04 NOV -2 PM 2:33

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: EARTHWORKS ENTERTAINMENT, 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:

RANDALL W. HENLEY, ESQ.

(Name of Person)

(Firm/Company)

324 DATURA STREET, SUITE 200

(Address)

WEST PALM BEACH, FL 33401

(City/State and Zip code)

For further information concerning this matter, please call:

RANDALL W. HENLEY

(Name of Person)

at (561) 820-8100

(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 &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 25, 2004

RANDALL W. HENLEY, ESQ.
324 DATURA STREET, SITE 200
WEST PALM BEACH, FL 33401

SUBJECT: EARTHWORKS ENTERTAINMENT, INC.
Ref. Number: P00000018429

We have received your document for EARTHWORKS ENTERTAINMENT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

This company is already registered with the Department of State as a Florida Corporation. Please refer to the attached print out.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 604A00061238

RANDALL W. HENLEY, P.A.
ATTORNEY AT LAW
324 DATURA STREET • SUITE 200
WEST PALM BEACH, FLORIDA 33401

RANDALL W. HENLEY
LICENSED IN FLORIDA
AND ARKANSAS

TELEPHONE: 561-820-8100
FACSIMILE: 561-820-8103

October 29, 2004

Division of Corporations
Attn: Michelle Hodges
P.O. Box 6327
Tallahassee, FL 32314

Re: Earthworks Entertainment, Inc.

Dear Ms. Hodges:

Please find enclosed the Application by Foreign Corporation which was returned to me, for re-submission.

At the same time the enclosed application was filed, a notice of voluntary dissolution was filed by Earthworks Entertainment, Inc., a Florida corporation. The problem which has occurred, is that when Earthworks was originally filed it was mistakenly filed as a Florida corporation, instead of a Delaware corporation, which would have been correct.

In speaking to your department, I was informed that if I would file a voluntary dissolution of the Florida corporation, and at the same time file the enclosed application, that should solve the problem.

If for any reason, the enclosed application cannot be processed, please advise, and I will immediately make any corrections.

Sincerely yours,


Randall W. Henley

**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. EARTHWORKS ENTERTAINMENT, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. DELAWARE

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. DECEMBER 3, 1986

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. SEPTEMBER 23, 2004

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 324 DATURA STREET, WEST PALM BEACH, FL 33401

(Principal office address)

324 DATURA STREET, WEST PALM BEACH, FL 33401

(Current mailing address)

8. TELEVISION PROGRAM DEVELOPMENT

(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 NOT acceptable)

Name:

RANDALL W. HENLEY, ESQ.

Office Address:

324 DATURA STREET, SUITE 200

WEST PALM BEACH

(City)

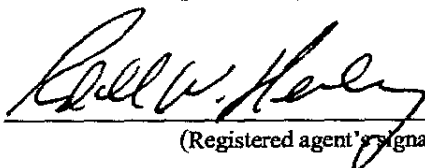
, Florida 33401

(Zip code)

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TALLAHASSEE, FLORIDA

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.

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

A. DIRECTORS

Chairman: PETER KEEFE

Address: 6467 ZUMA VIEW PLACE
MALIBU, CA 90265

Vice Chairman: _____

Address: _____

Director: WILLIAM CAMPBELL

Address: 2760 APPALOOSA
WELLINGTON, FL 33414

Director: GARY GOODELL

Address: 2490 PLAYERS COURT
WELLINGTON, FL 33414

B. OFFICERS

President: PETER KEEFE

Address: 6467 ZUMA VIEW PLACE
MALIBU, CA 90265

Vice President: _____

Address: _____

Secretary: WILLIAM CAMPBELL

Address: 2760 APPALOOSA, WELLINGTON, FL 33414

Treasurer: _____

Address: _____

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

13. Gary Goodell
(Signature of Director or Officer listed in number 12 of the application)

14. GARY GOODELL, DIRECTOR
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

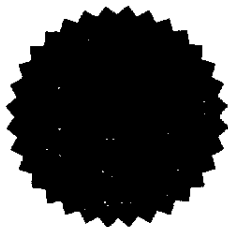
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EARTHWORKS ENTERTAINMENT, 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 FIFTH DAY OF OCTOBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EARTHWORKS ENTERTAINMENT, INC." WAS INCORPORATED ON THE THIRD DAY OF DECEMBER, A.D. 1986.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2109501 8300

AUTHENTICATION: 3393562

040720152

DATE: 10-05-04