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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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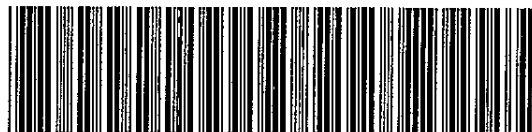
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN DEC 7 2004

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Panavision GP 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:

Damien M. Sullivan

(Name of Person)

Panavision GP Inc.

(Firm/Company)

6219 De Soto Avenue

(Address)

Woodland Hills, CA 91367

(City/State and Zip code)

For further information concerning this matter, please call:

Susan Nelson

(Name of Person)

at (818) 316-2193

(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

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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. Panavision GP 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. 20-1655905

(FEI number, if applicable)

4. 09-03-2004

(Date of incorporation)

5. perpetual

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

6. 11-15-2004

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

7. 6219 De Soto Avenue, Woodland Hills, CA 91367

(Principal office address)

6219 De Soto Avenue, Woodland Hills, CA 91367

(Current mailing address)

8. Rental of Motion Picture Cameras

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

(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.

Corporation Service Company

By: 

(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:

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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: Robert L. Beitcher

Address: 6219 De Soto Avenue, Woodland Hills, CA 91367

Vice Chairman: _____

Address: _____

Director: Bobby G. Jenkins

Address: 6219 De Soto Avenue, Woodland Hills, CA 91367

Director: Eric W. Golden

Address: 6219 De Soto Avenue, Woodland Hills, CA 91367

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B. OFFICERS

President: Robert L. Beitcher

Address: 6219 De Soto Avenue, Woodland Hills, CA 91367

Vice President: Please see attached list of officers.

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. Damien M. Sullivan, Vice President and Secretary

(Typed or printed name and capacity of person signing application)

Panavision GP Inc.

Officers

11-2004

Name	Address	Title
Robert L. Beitcher	6219 De Soto Avenue, Woodland Hills, CA 91367	Chairman and Chief Executive Officer
Bobby G. Jenkins	6219 De Soto Avenue. Woodland Hills, CA 91367	Executive Vice President and Chief Financial Officer
Eric W. Golden	6219 De Soto Avenue. Woodland Hills, CA 91367	Executive Vice President, General Counsel and Secretary
Damien M. Sullivan	6219 De Soto Avenue. Woodland Hills, CA 91367	Vice President and Assistant Secretary
Eric Thorson	6219 De Soto Avenue. Woodland Hills, CA 91367	Vice President and Assistant Secretary

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TALLAHASSEE, FLORIDA

Delaware

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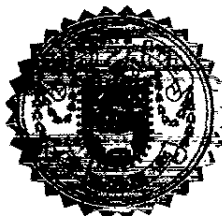
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PANAVISION GP 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 NINETEENTH DAY OF NOVEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PANAVISION GP INC." WAS INCORPORATED ON THE THIRD DAY OF SEPTEMBER, A.D. 2004.

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

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TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3848395 8300

AUTHENTICATION: 3488468

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DATE: 11-19-04