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FOREIGN PROFIT QUALIFICATION

ARRI SERVICES, INC.

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**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. ARRI, INC.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- ARRI SERVICES, INC.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. DELAWARE 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 11/21/1977 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 617 Route 303, Blauvelt, NY 10913
(Principal office address)
617 Route 303, Blauvelt, NY 10913
(Current mailing address)
8. Any and all lawful acts or activities.
(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: Cynthia L. Harris
(Registered agent's signature) **Cynthia L. Harris
as its agent**
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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A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Klaus A. Peix

Address: c/o Arri, Inc., Tuerkenstr. 29, 80799, Munich, Germany

Director: Franz Kraus

Address: c/o Arri, Inc., Tuerkenstr. 29, 80799, Munich, Germany

B. OFFICERS

President: Volker N. Bahnmann

Address: c/o Arri, Inc., 617 Route 303, Blauvelt, NY 10913

Vice President: Lighting - Charles Davidson

Address: c/o Arri, Inc., 617 Route 303, Blauvelt, NY 10913

(See attached list of additional Vice Presidents)

Secretary: Theodore Kampel

Address: c/o Arri, Inc., 617 Route 303, Blauvelt, NY 10913 (See attached list)

Treasurer: Comptroller - Richard Douglas

Address: c/o Arri, Inc., 617 Route 303, Blauvelt, NY 10913

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. Klaus H. Jander - Assistant Secretary

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

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LIST OF ADDITIONAL OFFICERS
TO ATTACH TO THE APPLICATION
BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

Vice President: Technical Services – Juergen Schwinzer
Address: c/o Arri, Inc., 617 Route 303, Blauvelt, NY 10913

Vice President: Operations – Frank Karlsson
Address: c/o Arri, Inc., 617 Route 303, Blauvelt, NY 10913

Assistant Secretary: Klaus H. Jander
Address: c/o Clifford Chance US LLP, 31 West 52nd Street,
New York, NY 10019

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Delaware

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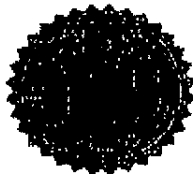
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARRI 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 ELEVENTH DAY OF MAY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ARRI INC." WAS INCORPORATED ON THE TWENTY-FIRST DAY OF NOVEMBER, A.D. 1977.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3871996

DATE: 05-11-05

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