

UCC SERVICES

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Division of Corporations

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATION

FOREIGN PROFIT/NONPROFIT CORPORATION

Cheap Trick Merchandise, Inc.

Certificate of Status	0
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TALLAHASSEE, FLORIDA

UCC SERVICES

Fax: 8506816011

Nov 3 2008 14:20 P.02

NOV-03-2008 13:42 From: 9149499618

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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. CHEAP TRICK MERCHANDISE, 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.

(FBI number, if applicable)

4. July 24, 1998

(Date of incorporation)

5.

Perpetual

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

6. Upon Registration

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 494 8th Avenue, Suite 1005, New York, NY 10001

(Principal office address)

494 8th Avenue, Suite 1005, New York, NY 10001

(Current mailing address)

8. To engage in the entertainment and music business.

(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 **United Corporate Services, Inc.**

Office Address **9200 South Dadeland Boulevard, Suite 508**

Miami

(City)

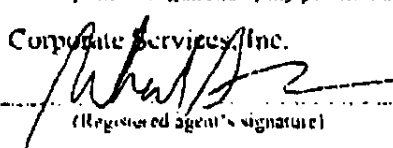
Florida 33156

(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.

United Corporate Services, Inc.

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.

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TALLAHASSEE, FLORIDA

12 Names and business addresses of officers and or directors

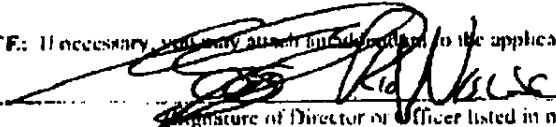
A. DIRECTORS

Chairman: Richard NielsenAddress: 494 8th Avenue, Suite 1005, New York, NY 10001Vice Chairman: Robin ZanderAddress: 494 8th Avenue, Suite 1005, New York, NY 10001Director: Brad CarlsonAddress: 494 8th Avenue, Suite 1005, New York, NY 10001Director: Tom PetersonAddress: 494 8th Avenue, Suite 1005, New York, NY 10001

B. OFFICERS

President: Richard NielsenAddress: 494 8th Avenue, Suite 1005, New York, NY 10001Vice President: Robin ZanderAddress: 494 8th Avenue, Suite 1005, New York, NY 10001Secretary: Brad CarlsonAddress: 494 8th Avenue, Suite 1005, New York, NY 10001Treasurer: Tom PetersonAddress: 494 8th Avenue, Suite 1005, New York, NY 10001

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 Richard Nielsen, President

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

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PAGE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHEAP TRICK MERCHANDISE, 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 THIRD DAY OF NOVEMBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CHEAP TRICK MERCHANDISE, INC." WAS INCORPORATED ON THE TWENTY-FOURTH DAY OF JULY, A.D. 1998.

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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081086194

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6945708

DATE: 11-03-08