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Florida Department of State
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To: Division of Corporations
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From: Account Name : CORPORATION SERVICE COMPANY
Account Number : 12000000195
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**FOREIGN PROFIT/NONPROFIT CORPORATION
ONE TWELVE ENTERTAINMENT, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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CORPORATION SERVICE COMPANY

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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. One Twelve 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. New York 3. 45-4048072 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 15, 2011 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. c/o Anne Falvey, CBIZ MHM LLC, 1065 Avenue of the Americas, New York, NY 10018 (Principal office address)

c/o Anne Falvey, CBIZ MHM LLC, 1065 Avenue of the Americas, New York, NY 10018 (Current mailing address)

8. entertainment services (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: Stephanie Milnes, Assistant Vice President

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

A. DIRECTORS

Chairman: Howard A. Stern
Address: c/o Anne Falvey, CBIZ MHM LLC, 1065 Avenue of the Americas
New York, NY 10018

Vice Chairman: _____
Address: _____

Director: _____
Address: _____

Director: _____
Address: _____

B. OFFICERS

President: Howard A. Stern
Address: c/o Anne Falvey, CBIZ MHM LLC, 1065 Avenue of the Americas
New York, NY 10018

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Vice President: _____
Address: _____

Secretary: Howard A. Stern
Address: c/o Anne Falvey, CBIZ MHM LLC, 1065 Avenue of the Americas, New York, NY 10018

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

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Howard A. Stern
(Typed or printed name and capacity of person signing application)

**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of ONE TWELVE ENTERTAINMENT, INC. was filed on 12/15/2011, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 17th day of January
two thousand and twelve.*



Daniel Shapiro
First Deputy Secretary of State



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