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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

500001941565  
-09/06/96--01073--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: Charles Calello Productions, 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:

Charles Calello

(Name of Person)

Charles Calello Productions, Inc.

(Firm/Company)

23368 Mirabella Circle

(Address)

Boca Raton, FL 33433

(City/State/Zip)

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CORPORATIONS  
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Should you need to call someone concerning this matter, please call:

Charles Calello

(Name of Person)

at ( 561 ) 395-9441

(Area Code & Daytime Telephone Number)

**COURIER ADDRESS:**

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St  
Tallahassee, FL 32399

**MAILING ADDRESS:**

Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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. Charles Calello Productions, Inc  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 65-0688593  
(State or country under the law of which it is incorporated) (FBI number, if applicable)
4. June 21, 1996 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist "perpetual")
6. August 1996  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 23368 Mirabella Circle  
Boca Raton, FL 33433  
(Current mailing address)
8. Music Production  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: Charles Calello  
Office Address: 23368 Mirabella Circle  
Boca Raton, Florida, 33433  
(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.

Charles Calello  
(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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12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

**A. DIRECTORS** (Street address only- P. O. Box **NOT** acceptable)

Chairman: Charles Calello

Address: 23368 Mirabella Circle  
Boca Raton, FL 33433

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS** (Street address only- P. O. Box **NOT** acceptable)

President: Charles Calello

Address: 23368 Mirabella Circle  
Boca Raton, FL 33433

Vice President: Charles Calello

Address: 23368 Mirabella Circle  
Boca Raton FL 33433

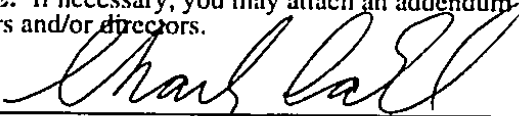
Secretary: Charles Calello

Address: 23368 Mirabella Circle  
Boca Raton FL 33433

Treasurer: Charles Calello

Address: 23368 Mirabella Circle  
Boca Raton FL 33433

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

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Charles Calello, President  
(Typed or printed name and capacity of person signing application)

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*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHARLES COFFEO PRODUCTIONS, 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 TWENTY EIGHTH DAY OF AUGUST, A.D. 1996.

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8084579

DATE:

08-28-96