Document Number Only 04602 CI CORPORATION SYSTEM 660 EAST JEFFERSON STREET Requestor's Name 32301 TALLAHASSEE, FL 500002514085--0 -08/12/98--01064--019 Address 222-1092 *****70.00 *****70.00 Zip Phone State City CORPORATION(S) NAME Profit () Merger () Amendment () NonProfit) Limited Liability Co. () Mark () Dissolution/Withdrawal (C) Eoreign () Other () Annual Report () Limited Partnership () Change of R.A. () Name.Registration () Reinstatement () UCC () Fictitious Name () CUS () Certified Copy () Photo Copies () After 4:30 () Call When Ready () Call if Problem () Will Wait Pick Up Walk In () Mail Out Name Thanks, AUG 1 2 1998 Availability Jeff Document AS \$12/98 Examiner Updater Verifier Acknowledgment W.P. Verifier

CR2E031 (1-89)

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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:

California State or country under the law of which it is incorporated) June 30, 1998 (Date of incorporation) Upon qualification Date first transacted business in Florida. (See sections 607.1501, 607. 19300 Pacific Coast Highway	
June 30, 1998 June 30, 1998 (Date of incorporation) Upon qualification Date first transacted business in Florida. (See sections 607.1501, 607.	r corp. will cease to exist or "perpetual")
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Date first transacted business in Florida. (See sections 607.1501, 607.	.1502, and 817.155, F.S.)
40200 Danific Coast Highway	
Malibu, CA 90265	
(Current mailing address)	
(Purpose(s) of corporation authorized in home state or country to be ca Florida) Name and street address of Florida registered agent:	99 A SECI
·	
Name: CT CORPORATION SYSTEM	Island Road SEL STATE Ode) Ode Ode Ode Ode Ode Ode Od
Office Address: c/o C T Corporation System, 1200 South Pine	Island Road B24 Ode) Road Road
Plantation Florida, 333	
(Zip C	

- 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 addresses of officers and/or directors:

A.	DIRECTORS (Stre	et address only - P.O. Box NOT acceptable)		
	Chairman:	N/A	_ 	
	Address:			
	-			
	Vice Chairm	nan: N/A	_ 	
	Address:			•
	Director:	Mark A. Puopolo		
	Address:	19300 Pacific Coast Highway		
		Malibu, CA 90265		
	Director:	N/A	— XAT 98	
	Address:	,		
	_		- 12 ASS	
В.	OFFICERS (Stree	t address only - P.O. Box NOT acceptable)		3 8 1
	President:	Mark A. Puopolo	FLORID.	
	Address:	19300 Pacific Coast Highway	NDA TE	,
	_	Malibu. CA 90265		
	Vice Presid	ent: N/A		
	Address:		·	
	_ -			
	Secretary:	Mark A. Puopolo	_ 	
	Address: _	19300 Pacific Coast Highway		

Address: 19300 Pacific Coast Highway

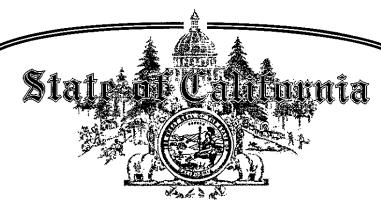
Malibu, CA 90265

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. Mark A. Puopolo, President, Secretary & Treasurer (Typed or printed name and capacity of person signing application)

98 AUG 12 AH 1:40 SECRETARE OF STATE



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the _____ day of _____ JUNE _____,19 98

AMERICAN ENTERTAINMENT GROUP, INC.

become incompared and a deal of the land o

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

AUGUST 7, 1998

Billyones

Secretary of State