

F980000005806

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Iberia Film Corporation

(Name of corporation - must include suffix)

600002665836--3

-10/16/98--01094--002

****122.50 *****78.75

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:

Clayton Townsend

(Name of Person)

Iberia Film Corporation

(Firm/Company)

3006 Aviation Ave., Suite 4A

(Address)

Coconut Grove, FL 33133

(City/State/Zip)

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

Clayton Townsend

(Name of Person)

at (305) 903-0939

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Qualification/Tax Lien Section
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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 16 AM 9:21

10/19

IBERIA FILM CORPORATION

October 12, 1998

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

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DIVISION OF CORPORATIONS
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To Whom It May Concern:

Included with this letter you will find the following completed forms. (1) Transmittal Letter, (2) Application by Foreign Corporation for Authorization to Transact Business in Florida. Also included is a Certificate of Status from the state of California regarding Iberia Film Corporation.

A check in the amount of \$122.50 is attached for the registration fee (\$70.00) and for a certified Certificate of Status (\$52.50).

Please send any pertinent paperwork or documentation regarding this application to the following address:

Iberia Film Corporation
C/o Grid Iron Productions, Inc.
3006 Aviation Ave., Suite 4A
Coconut Grove, FL 33133

If there are any questions I can be reached at the above address or by calling 305/285-3100.

Thank You

Clayton Townsend

**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. Iberia Film Corporation

(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. California, USA

(State or country under the law of which it is incorporated)

3. 95-4493020

(FEI number, if applicable)

4. August 24, 1994

(Date of incorporation)

5. Perpetual

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

6. First business transaction yet to occur.

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3006 Aviation Ave., Suite 4A

Coconut Grove, FL 33133

(Current mailing address)

To engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to

8. (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
be incorporated by the California Corporations Code.

9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Clayton Townsend

Office Address: 2575 S. Bayshore Dr., #6B

Coconut Grove, FL 33133

, Florida, 33133

(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.


(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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DIVISION OF STATE
CORPORATIONS
98 OCT 16 AM 9:22

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: Clayton Townsend

Address: 2575 S. Bayshore Dr., #6B
Coconut Grove, FL 33133

Vice Chairman: Clayton Townsend

Address: 2575 S. Bayshore Dr., #6B
Coconut Grove, FL 33133

Director: Clayton Townsend

Address: 2575 S. Bayshore Dr., #6B
Coconut Grove, FL 33133

Director:

Address:

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

President: Clayton Townsend

Address: 2575 S. Bayshore Dr., #6B
Coconut Grove, FL 33133

Vice President: Clayton Townsend

Address: 2575 S. Bayshore Dr., #6B
Coconut Grove, FL 33133

Secretary: Clayton Townsned

Address: 2575 S. Bayshore Dr., #6B
Coconut Grove, FL 33133

Treasurer: Clayton Townsend

Address: 2575 S. Bayshore Dr., #6B
Coconut Grove, FL 33133

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. CLAYTON TOWNSEND PRESIDENT

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 16 AM 9:21

State of California



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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DIVISION OF CORPORATIONS
98 OCT 16 AM 9:21

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

That on the 24th day of August, 19 94,

IBERIA FILM CORPORATION

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

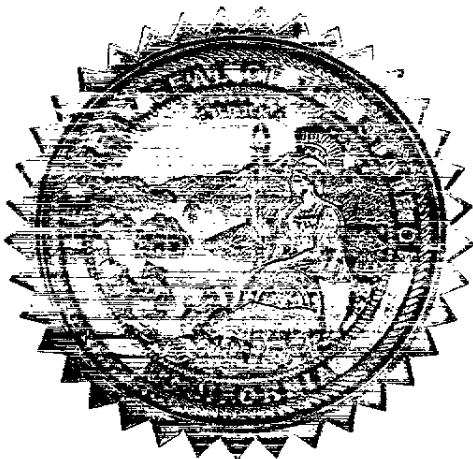
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

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

October 5, 1998



Bill Jones

Secretary of State