

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Cinerecord Corp., a Liechtenstein Corporation
(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:

George R. Moraitis
(Name of Person)

Moraitis, Cofar & Karney
(Firm/Company)

915 Middle River Drive, Suite 506
(Address)

Fort Lauderdale, FL 33308
(City/State/Zip)

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

Heather Perry at (954) 563-4163
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

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

Document Examiner	<i>Uet</i>
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verity	

*FQ(P)
Uet
Uet 8/3*

MAILING ADDRESS:

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

Penalty Fees: \$9,430.00
AR Fees: \$1,726.25
Tax: \$40.00
FILING: 35.00
COPY: 35.00
R. AGENT: 35.00
TOTAL: 11,266.25
BALANCE DUE: \$
REFUND: \$

FILED
99 JUL 29 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

800002947918--7
-08/02/99--01138--001
**11266.25 **11266.25

*voided from
Spring 1/29
- Uet*

MORAITIS, COFAR & KARNEY

ATTORNEYS AT LAW

GEORGE R. MORAITIS
LAWRENCE J. COFAR
WILLIAM M. KARNEY

GALLERIA PROFESSIONAL BUILDING
Suite 506
915 Middle River Drive
Fort Lauderdale, FL 33304
Telephone (954) 563-4163
FAX (954) 563-5913

FACSIMILE COVER SHEET

DATE: June 22, 1999

TO: Brenda Tadlock
1-850-410-1015

FROM: **WILLIAM M. KARNEY**
Fax Number is 1-954-563-5913

RE: Cinerecord Corporation, a Liechtenstein Corporation
Our File No. 80G-533M

THIS IS A 2 PAGE FACSIMILE TRANSMISSION, INCLUDING THIS COVER SHEET. PLEASE TELEPHONE 1-954-563-4163 IF ANY OF THE PAGES REQUIRE RE-SENDING.

- Per your request.
☒ For your information.
☒ For your file (action required).

ENCLOSURES: Charter Tax determination form

OTHER INFORMATION/MESSAGE (IF APPLICABLE):

Dear Ms. Tadlock,

Thank you for faxing to my office on 6/15/99 the above-referenced form. My corporate client's accountant has completed the form, a copy of which has been faxed to you herewith. I would greatly appreciate it if you would send to me confirmation of the amount of the Charter Tax. It is my understanding that I can then include that amount in the payment that I will be sending to Gerry York in order to obtain a Certificate of Authority to Transact Business in Florida. Please let me know, though, if different payment arrangements need to be made. Thank you for giving this matter your continued and prompt attention.

William M. Karney

F:\GENERAL\WMK\TADLOCK.FAX

The information contained in this facsimile message is attorney-privileged and confidential information intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copy of this communication is strictly prohibited. If you have received this communication in error, please notify us by telephone and return the original message to us at the above address via the U.S. Postal Service. Thank you. ✓

MORAITIS, COFAR & KARNEY

ATTORNEYS AT LAW

GEORGE R. MORAITIS
LAWRENCE J. COFAR
WILLIAM M. KARNEY

GALLERIA PROFESSIONAL BUILDING
Suite 506
915 Middle River Drive
Fort Lauderdale, FL 33304
Telephone (954) 563-4163
FAX (954) 563-5913

July 27, 1999

Gerard T. York, Assistant General Counsel
Florida Department of State
The Capitol
Tallahassee, Florida 32399-0250

Re: Cinerecord Corp., a Liechtenstein Corporation
Our File No. 80G-533M

Dear Gerry:

In furtherance of our recent telephone conversations, I have enclosed herewith the following documents pertaining to the above-referenced Corporation:

1. Transmittal Letter;
2. Application by Foreign Corporation for
Authorization to Transact Business in Florida;
3. Good Standing Certificate; and
4. Trust Account Check in the amount of \$11,266.25.

I would appreciate it if you would process the enclosed "Application" and send to me the "Certificate of Authority". The enclosed funds represent the discounted penalty in the amount of \$9,500.00, the Annual Report fees in the amount of \$1,726.25 and the "Charter Tax" in the amount of \$40.00. These are the figures which we discussed during our telephone conversation of June 15, 1999 (I obtained the "Charter Tax" figure from Brenda Tadlock on June 22, 1999).

Please do not hesitate to contact me if you see any problems with this Application process. Once again, I would like to thank you very much for the courtesy and cooperation which you have extended to me in this regard.

Very truly yours,

Bill

William M. Karney

WMK/jc
Encs.

cc: Cinerecord Corp. (w/encs.)
F:\General\WMK\Cinereco.ltr

RECEIVED

JUL 29 1999

Office of General Counsel
Department of State



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: August 2, 1999

RE: Cinerecord Corp.

Based on my review of the file and the payments received from the corporation, it is my recommendation that this file be closed. Corporation has paid outstanding report fees from 1980 of \$1726.25, a filing fee of \$70.00, charter taxes of \$40.00, and foreign non-qualified penalties for the same period of \$9430.00 assessed in a lump sum to avoid litigation and wishes to be qualified to do business in the State of Florida. Accordingly, it is recommended corporation be issued a certificate of authority.

/gty

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. Cinerecord Aktiengesellschaft
(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. Liechtenstein 3. 98-0047752
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1970-08-11 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist
"perpetual")

6. 1980
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 915 Middle River Drive, Suite 506

Fort Lauderdale, FL 33304
(Current mailing address)

8. Real Estate Investments
(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: George R. Moraitis

Office Address: 915 Middle River Drive, #506

Fort Lauderdale, Florida, 33304
(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.

FILED
99 JUL 29 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Dr. Alfred Steinbrugger

Address: Lettstrasse 37, FL - 9490 Vaduz

Director: _____

Address: _____

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

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

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

14. Dr. Alfred Steinbrugger, Director
(Typed or printed name and capacity of person signing application)

THIS FORM IS TO BE COMPLETED BY CORPORATIONS WHO HAVE BEEN TRANSACTING BUSINESS IN FLORIDA PRIOR TO QUALIFICATION TO DETERMINE CHARTER TAX THAT MUST BE PAID.

Authorized number of shares (itemized by class and par value) the corporation had when it first transacted business in Florida. If shares have no par value, enter "NPV" and the number of shares.

10,000 @ \$1.00

"VALUE" may be defined in any terms consistent with generally accepted accounting principles.

- A. Estimated value of all property owned by Corporation for the year it first transacted business in Florida, wherever located. \$ 427557
- B. Estimated Gross amount of business transacted by the Corporation for the year it first transacted business in Florida. \$ 67186
- C. Estimated Value of all property in Florida owned by the Corporation for the year it first transacted business in Florida. \$ 427557
- D. Estimated Gross amount of business transacted in Florida by the Corporation during the year it first transacted business in Florida. \$ 67186
- E. TOTAL of "A" and "B" \$ 494743
- F. TOTAL of "C" and "D" \$ 494743
- G. DIVIDE "F" by "E" \$ 10090
- H. Corporations with par value stock: Multiply "G" and Authorized Shares and their par value. \$ 10,000
- I. Corporations with no par value stock: Multiply "G" by Total Authorized Shares. \$

THIS PORTION IS FOR OFFICE USE ONLY AND IS TO BE COMPLETED BY A DOCUMENT EXAMINER UPON QUALIFICATION

Document #	
Corporate Name	
Penalty Paid for year (\$)	
Charter tax paid	
AR Fee paid for year (\$)	

FILED
99 JUL 29 PM 3 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
10 = \$40.00

EXTRACT FROM THE TRADE REGISTER

Date of Registration 11.08.1970
Style of the Company CINERECORD AKTIENGESellschaft
Domicile Vaduz
Date of Articles of Association 11.08.1970
Purpose
The production, trading and marketing of films and television programmes, film rights, film topics and film material of all kinds, purchase, granting and supervision of licences; acquisition and operation of cinema, theatre and television programmes, participation in other enterprises; all financial, legal and trading business connected with the company purposes as well as that business which the board of directors consider to be of interest to the enterprise.
Capital CHF 50,000.--, subdivided into 500 bearer shares each valued at CHF 100.--
Board of Directors 1 - 5 members
Director with sole signatory right:
- Dr. Alfred Steinbrugger
Leitstrasse 37, FL-9490 Vaduz
Authorization to sign shall be determined by the board of directors
Publication by registered letter or by publication in an official gazette of Liechtenstein
Representation Europäische Verwaltungs- und Treuhandgesellschaft Anstalt, Vaduz

The correctness of this extract is officially certified.

Vaduz, HR 23. APR. 1999

Öffentlichkeitsregisteramt

Vaduz
P. Noe

AUSZUG AUS DEM HANDELSREGISTER

Tag der Eintragung 11.08.1970
Wortlaut der Firma CINERECORD AKTIENGESellschaft
Wortlaut der Statuten Vaduz
Zweck
Die Produktion, der Handel und Vertrieb von Filmen und Fernsehprogrammen, Filmrechten, Filmstoffen und Filmmaterialien aller Art, Erwerb, Vergütung und Überwachung von Lizenzen; Erwerb und Betrieb von Lichtspielern, Theatern und Fernsehsendern; Beteiligung an anderen Unternehmungen; alle mit dem Gesellschaftszweck zusammenhängenden Finanz-, Rechts- und Handelsgeschäfte, sowie alle jene Geschäfte, die der Verwaltungsrat als im Interesse des Unternehmens gelegen erachtet.

Grundkapital CHF 50.000.--, eingeteilt in 500 voll einbezahlte
Jahresaktien zu je CHF 100.--

Verwaltungsrat 1 - 5 Mitglieder

Verwaltungsrat mit Einzelzeichnungsrecht:

Dr. Alfred Steinbrugger
Leitstrasse 37, FL-9490 Vaduz

bestimmt der Verwaltungsrat

durch Publikation im „Liechtensteiner Volksblatt“

Europäische Verwaltungs- und Treuhandgesellschaft Anstalt, Vaduz

Die Richtigkeit dieses Auszuges wird amtlich bestätigt.



APOSTILLE

(Convention de la Haye du 5 octobre 1961)

1. Land: Fürstentum Liechtenstein

Diese öffentliche Urkunde

2. ist unterschrieben von Herrn Remo Vogt

3. in seiner Eigenschaft als Verwaltungsangestellter
4. sie ist versehen mit dem Siegel/Stempel des
Öffentlichkeitsregisteramtes

Bestätigt 27. APR. 99

5. in 9490 Vaduz 6. am

7. durch Regierungskanzlei Vaduz

8. unter Nr. 943053

9. Siegel/Stempel

10. Unterschrift

C. Senti

Cornelia Senti
Verwaltungs-Angestellte

