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Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

CORPORATION(S) NAME

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-11/17/99--01047--019
*****70.00 *****70.00

Perco Productions, Inc.

☒ Profit
☐ NonProfit
☐ Limited Liability Company
☒ Foreign
☐ Amendment
☐ Merger
☐ Dissolution/Withdrawal
☐ Mark

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CHRIS AVERNA

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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
FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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1. Petro 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. 95-4764431
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 6, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. October 6, 1999
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 2425 Olympic Boulevard, Suite 4050 West, Santa Monica, California 90404
(Current mailing address)

8. Music Industry
(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 or Mail Drop Box NOT acceptable)

Name: Lou Mont

Office Address: 290 West 8th Avenue

Hialeah, Florida, 33010
(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

[Signature]
(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.

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)

Director: Alan Sokol

Address: 2425 Olympic Boulevard, Suite 4050 West, Santa Monica, California 90404

Director: Cary Meadow

Address: 2425 Olympic Boulevard, Suite 4050 West, Santa Monica, California 90404

Director: John Needham

Address: 2425 Olympic Boulevard, Suite 4050 West, Santa Monica, California 90404

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

President: Alan Sokol

Address: 2425 Olympic Boulevard, Suite 4050 West, Santa Monica, California 90404

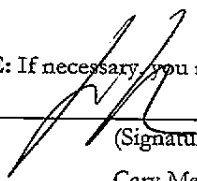
Secretary: Cary Meadow

Address: 2425 Olympic Boulevard, Suite 4050 West, Santa Monica, California 90404

Treasurer: John Needham

Address: 2425 Olympic Boulevard, Suite 4050 West, Santa Monica, California 90404

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. Cary Meadow, Secretary
(Typed or printed name and capacity of person signing application)

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 "PERRO 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 SIXTH DAY OF OCTOBER, A.D. 1999.

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DIVISION OF CORPORATIONS
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Edward J. Freel, Secretary of State

0013059

AUTHENTICATION:

10-06-99

DATE: