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CT Corporation System 660 East Jefferson Street Tallahassee, FL 32301 Tel 850 222 1092 Fax 850 222 7615 Attn: Jeff Netherton

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Buena Vista Theatrical M	erchandise, LLC		ILED 24 PM12: 35
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() Limited Partnership (x) LLC	() Annual Report () Name Registration () Fictitious Name	() Other () Change of RA () UCC	<u>-</u>
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() Call When Ready (x) Walk In () Mail Out	() Call If Problem () Will Wait	() After 4:30 (x) Pick Up	- 00 A
Name Availability Document Examiner Updater Verifier Acknowledgement	99/ 9	OF CORPORATIONS	RECEIVED
W.P. Verifier			

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: Theatrical Merchandise, LLC (Name of foreign limited liability company) 95-4768186 Delaware
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 9/27/99 Perpetual (Duration: Year limited liability company will cease exist or "perpetual") (Date of Organization) Upon Filing (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 500 South Buena Vista Street Burbank, CA 91521 (Street address of principal office) 8. If limited liability company is a manager-managed company, check here 9. The usual business addresses of the managing members or managers are as follows: 1450 Broadway Suite 300 10018 New York, NY 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under eath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: Sale of theatrical merchandise Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes

an affirmation under the penalties of perjury that the facts stated herein are true.)

Typed or printed name of signee

Marsha L. Reed, Authorized Person

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:	TALL SEC A OO
Buena Vista Theatrical Merchandise, LLC	PR 2
2. The name and the Florida street address of the registered agent and office are:	LED LED RY OF STU
Frank S. Ioppolo	35
(Name)	
1375 Buena Vista Drive, 4th Floor North Florida street address (P.O. Box NOT ACCEPTABLE)	型 (All and All and A
Lake Buena Vista FL 32830	
City/State/Zip	
Having been named as registered agent and to accept service of process for the above state liability company at the place designated in this certificate, I hereby accept the appointment agent and agree to act in this capacity. I further agree to comply with the provisions of all relating to the proper and complete performance of my auties, and I am familiar with and cobligations of my position as registered agent as provided for in Chapter 608, F.S.	u as regisierea l statutes

Frank S. Ioppolo

(Signature

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF

DELAWARE, DO HEREBY CERTIFY "BUENA VISTA THEATRICAL MERCHANDISE,

LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND

IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE

RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF

APRIL, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

Edward J. Freel, Secretary of State

AUTHENTICATION:

0394879

DATE:

04-21-00

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