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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 5, 2001

MOIREK MAJEWSKI  
1411 CAPE CORAL PKWY E.  
CAPE CORAL, FL 33904

SUBJECT: MDS MEDIA  
Ref. Number: W01000004943

We have received your document for MDS MEDIA and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a foreign limited liability company must end with "L.L.C.," "L.C.," "Limited Liability Company," or "Limited Company." Please amend your application accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 001A00013354

FILED  
01 MAR 13 PM 8:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. "MDS MEDIA, LLC"  
(Name of foreign limited liability company)

2. POLAND 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. DAN 6 2000 5. UNLIMITED  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. upon registration  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. \_\_\_\_\_  
1411 Cape Coral Pkwy, E Cape Coral, FL 33904  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Marek Majewski 1411 Cape Coral Pkwy, E  
Cape Coral, FL 33904

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 oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: \_\_\_\_\_

promotion, marketing, selling CD music - imported from Europe

Marek Majewski

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.)

MAREK MAJEWSKI

Typed or printed name of signee

FILED  
MAR 13 PM 01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**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:

"MDS MEDIA"

2. The name and the Florida street address of the registered agent and office are:

MAREK MAJEWSKI

(Name)

411 Cape Coral Pkwy., E

Florida street address (P.O. Box NOT ACCEPTABLE)

Cape Coral

FL

33904

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Marek Majewski

(Signature)

\$ 100.00

Filing Fee for Application

\$ 25.00

Designation of Registered Agent

\$ 30.00

Certified Copy (optional)

\$ 5.00

Certificate of Status (optional)

01 MAR 05  
F.I.E.  
SECRET  
TALMADGE

Róża Jakubowska  
 ul. Rydyńska angielskiego  
 01-494 Warszawa, ul. Rydyńska 5 m.53  
 tel./fax: 665 64 01, 638 72 63  
 tel. kom. 614 173 160  
 /stamp

Up-to-date Extract from the Commercial Registry  
 Division B. No. 35593

FILED

01 MAR 13 PM 8:06

District Court for the city of Warsaw  
 Court of Commerce  
 XVI Commercial Registry Division  
 12 Świętokrzyska Str.  
 00-916 Warsaw

Company, Seat, Object of the Company's Activities, Divisions	Authorized (Share) Capital, Shares, Contribution-in-Kind	First names and surnames of persons authorized to represent the company or the association and the way of representing it.	Proxy	SEAL OF NOTARY Type of the legal person, Date the statute or the agreement, official company was signed. Paper or magazine appropriated for announcements. Duration of the company or the association. Change of the statute or the company agreement.	Liquidation, bankruptcy. Deferral of payments. Contracting procedure. Disposal. Lease. Fusion.	Transformation	Number and page of the file. Date of entry. Signature of the secretary	Notices
<p>"MDS MEDIA" a Limited Liability Company.            Abbreviated name: "MDS MEDIA" Sp. z o.o.            Seat: Warsaw            Address: 87 Powstańców Śląskich St., app. 10A, 01-466 Warsaw.            The object of the company's activities is as follows:            Any production, service and commercial activities made on its own account or an intermediary in any possible forms of cooperation with local and foreign partners, and especially:</p> <ol style="list-style-type: none"> <li>Commercial and service activities within the range of the turnover of music and photographic products, including selling compact discs (CD) and mini cassettes (MC).</li> <li>Commercial and service activities within the scope of turnover of electric and electronic equipment for general use, appropriated for sound and vision reproduction, including radio, television and video equipment.</li> <li>Organization and running commercial and service stations within the activities specified in points 1 &amp; 2.</li> <li>Advertising activity.</li> <li>Promotional and training activity</li> </ol>	<p>Authorized capital is PLN 80,000.00.            A shareholder may possess more than one share.</p>	<p>Representation:            President of the Board independently:            Dariusz Mań.</p>		<p>Notarial Deed made in the Notarial Chancellery of Teresa Janeczko on February 5, 1993, Rep. A-276/93, a limited liability company.            The duration of the company is unlimited.            Notarial Deed – made in the Notarial Chancellery of Janusz Witkun on November 18, 1999, Rep. A-3716/99.            Change of § 2 of the company agreement through the notarial deed.</p>			<p>H-1225/93,            p.7, February 8, 1993            H-17557/99,            p. 18,            January 6, 2000,            H-5252/00,            p.25, April 5, 2000</p>	

PLN 6.00 was charged in duty stamps

Date: May 10, 2000

For the compliance with the original  
 /-/ signature Court Secretary

Repertory No. 22/2001  
 I, the undersigned Róża Jakubowska, duly commissioned sworn translator for the district of Warsaw, Poland, do hereby certify that the above is a true and correct translation of the original document in Polish presented to me on this 10<sup>th</sup> day of February, 2001.  
 Warsaw, February 15, 2001



