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01-466 Warszawa ul.Powstańców Śląskich 87 lok. 10 a tel. (48-22) 666 31 07 fax (48-22) 666 31 06

Warsaw, Jan.04.2000

MDS MEDIA Sp.z.o.o. 01-466 Warsaw ul.Powstańców Sląskich 87 lok.10A

> 200003796172--7 -03/02/01-01068-005 ****155.00 ****155.00

To whom it may concern,

WOI-4943

Please be advice that Mr. Marek Majewski is "MDS MEDIA" Sp.z.o.o. representitive in United States of America. His first priority is to establish company office in US according to local law.

Dariusz Man Board director

"MIDS MEDIA" Sp. z o.o.

01-466 Warszawa ul. Powstańców Śląskich 87 lok. 10A tel. 666-31-07, fax 666-31-06 REGON 016317523

FILED

01 MAR 13 PM 8: 05

SECRETARY OF STATE

3/13



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 S

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

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:
1. MDS MEDIA, LLC" (Name of foreign limited liability company)
2. POLAND 3. (FEI number, if applicable)
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)
4. DAN 6 2000 (Date of Organization) 5. UNLIMITED (Duration: Year limited liability company will cease to exist or "perpetual")
(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 Coval Pkwy, E Cape Coval, FL 33904 (Street address of Brincipal office)
8. If limited liability company is a manager-managed company, check here 🔽
5. If inflict habinty company is a manager-manager company, check here [V]
9. The name and usual business addresses of the managing members or managers are as follows:
Morvek Majewski 1411 Cape Coval Pkwy, E Cape Coval, FL 33 \$194 =
Cane Coval . El 33 \$04 =
<u> </u>
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
ranslation of the certificate under oath of the translator must be submitted.)
1. Nature of business or purposes to be conducted or promoted in Florida:
promotion, marketing, selling CD music-imported from Europe
Moral Moriante
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.) $MAD = MD = CABC = MC$
Typed or printed name of signee

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)
HII Cape Coval Pkwy., E Florida street address (P.O. Box NOT ACCEPTABLE)
Cape Coval 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.
Mowel Wajlwshi (Signature)
\$ 100.00 Filing Fee for Application \$ 25.00 Designation of Registered Agent \$ 30.00 Certified Copy (optional)

5.00 Certificate of Status (optional)

01-494 Warszawa, ul. Rosy Bailly 5 m 53 Thurson . Way Jezyka angielskiego tel/fax: 665 64 01, 638 72 63 tel kun tikul, 735 160 Loza lakubowska

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

XVI Commercial Registry Division Court of Commerce District Court for the city of Warsaw 12 Świętokrzyska Str

00-916 Warsaw

0 MAR 13 PH 8: 06

Notices

made on its own account or an intermediary in any parmers, and especially: possible forms of cooperation with local and foreign Any production, service and commercial activities The object of the company's activities is as follows: Address: 87 Powstańców Śląskich St., app. 10A, 01-Abbreviated name: "MDS MEDIA" Sp. z o.o. "MDS MEDIA" a Limited Liability Company Company, Seat, Object of the Company's Activities, stations within the activities specified in points 1 Promotional and training activity Advertising activity, Organization and running commercial and service television and video equipment. and vision reproduction, including radio, equipment for general use, appropriated for sound scope of turnover of electric and electronic range of the turnover of music and phonographic Commercial and service activities within the Commercial and service activities within the and mini cassettes (MC), products, including selling compact discs (CD) 80,000.00. (Share) more than one A shareholder capital is PLN may possess in-Kind Contribution-Authorized Authorized Capital, Shares, Board independently. President of the Dariusz Man. Representation: way of representing company or the authorized to association and the represent the surnames of persons First names and Proxy agreement through the notarial Change of § 2 of the company Rep. A-3716/99. Witkun on November 18, 1999, Notarial Chancellery of Janusz Notarial Deed - made in the The duration of the company is a limited liability company. February 5, 1993, Rep. A-276/93, Chancellery of Teresa Janeczko on unlimited. Notarial Deed made in the Notarial company agreement. Change of the statute or the announcements. Duration of the company or the association. magazine appropriated for company was signed. Paper or statute or the agreement of the type of the legal person, Date the PLN 6.00 was charged in duty stamps Disposal. Lease. Contracting Deferrmnent of procedure. Liquidation, Fusion. payments. bankruptcy. Transformation 2000 p.25, April 5, H-5252/00, 2000, p. 18, H-17557/99, p.7, February January 6, 8, 1993 H-1225/93, Signature of file. Date of page of the the secretary Number and

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Repertory No. 22/2001

I, the undersigned Rôza Jakubowska, duly commissioned sworn translator for the district of Warsaw, Poland, do hereby certify that the above is a true and correct translat Warsaw, February 15, 2001 document in Polish presented to me on this 10^{th} day of February, 2001

/-/ signature

Court Secretary

For the compliance with the original

Date: May 10, 2000

of the or

		E STORY
cdpoviedzialnością Skrót: "MS MEDIA" Sp. z o. o. Siedziba Spółki: Warszawa Rdres Spółki: Warszawa Rdres Spółki: Warszawa Rdres Spółki: warszawa Rdres Spółki: warszawa Przedzioła działalności Spółki jest: Wszelka działalności Spółki jest: Wszelka działalności produkcyjną, usługwa i handlow wykotyman na rachunek klasny lub w pośrednictwie we wszelkich wzlinych forach kspółpracy z partnerai krajawai i zagranicznymi, a w szczególności: Ifiziałalności paddowa i usługowa w zakresie obrotu wyrobari suzycznymi i fenograficznymi, w tyu prowadzenie i fenograficznymi, w tyu prowadzenie i fenograficznymi i elektronicznymi powszechnego usyku slużecymi i kasetami zagnetofonowymi. Paddowa w zakresie obrotu urządzeniami powszechnego usyku slużecymi do odtwarzania dkinięku, obrazu, w typ paddowa sprzęta wideo, odrawania sprzęta wideo, odrawania drych w rasach odiałalności obreślonej w pkt. i iz, wodziałalności prowaczyjna i szkoleniawa. Sodziałalności prowaczyjna i szkoleniawa.	Firma. Siedziba. Przedniat przedsiębiorstwa. Oddziały.	WAY 28 3 WAY
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Reprezentacja: Przes Zarzdu sanożielnie. Dariusz Xan	Iziona i nazwiska osób upwamionych do reprezentowania spółki lub towarzystwa, sposób reprezentowania	
	PROXUXA	ODP1S AKTUALNY 2 REJESTRU HANDLOHEGO Dział B. Nr 35593
Rkt notarialy/ sphraddiny w Ni- Teresa Janeczko w dnie 1933, &2 85 1 Rep. A-721/93 Spilka z ograniczoną odpowiedzialmecią, Czas trwania Spiki jest nieograniczony Akt notarialny – sporządzony w Ni- Janusz Kitkum w dnie 1932, 11, 18 Rep. A-7316/19 zaiana 22 usoby spólki akteu notarialnya.	Redzaj osoby pramej laka sporządzenia statuty lub usowy. Pisso przerejczne dowalityczad Ccas troania spólki lub towarystwa. Zisiony statutu lub usowy.	
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H1221/93, streeta 1, 1933.02.20 H17371/94, strona 16, 2800.01.86 H-322/04, strona 25, 2800.94.25	Ruser i strana akt. Data spisu, Podpis sekretarza,	
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