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CHOREY, FAHLE & FILL
ATTORNEYS AT LAW
The Lenox Building, Suite 1700
3399 Peachtree Road, N.E., Atlanta, Georgia 30326-1148
Telephone: (404) 841-3200
Telefacsimile: (404) 841-3221
E-Mail: ctf@ctflegal.com

July 27, 2001

Florida Secretary of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

00789-00244-00271

W01-17437

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-07/30/01--01115--001
****125.00 ****125.00

8/8

MJH

Re: Fahlgren Entertainment, LLC
Our File No. 6166.06

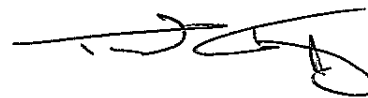
Dear Madam or Sir:

Pursuant to s.608.503(2), Florida Statutes, I submit the following items for filing on behalf of Fahlgren Entertainment, LLC:

1. The original and one copy of the "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida" in order to effectuate the authorization of Fahlgren Entertainment, LLC;
2. An original "Certificate of Existence" from the State of Georgia for Fahlgren Entertainment, LLC;
3. The original and one copy of the "Certificate of Designation of Registered Agent/Registered Office" for Fahlgren Entertainment, LLC; and
4. A check in the amount of \$125.00 as the required fee to do business as a foreign limited liability company in the State of Florida (\$100.00 filing fee for Application, \$25.00 for designation of registered agent).

Please forward any correspondence and documentation with regard to this matter to the undersigned at the address set forth above. If you have any questions regarding this matter, please contact the undersigned at the telephone number set forth above. Thank you for your assistance in this matter.

Very truly yours,



Thomas V. Chorey, Jr.

Enclosures

cc: Ms. Belinda S. Parham (with enclosures)

FILED
01 AUG - 8 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 31, 2001

THOMAS V. CHOREY, JR.
CHOREY, TAYLOR & FEIL
3399 PEACHTREE ROAD, NE, SUITE 1700
ATLANTA, GA 30326-1148

SUBJECT: FAHLGREN ENTERTAINMENT, LLC
Ref. Number: W01000017637

We have received your document for FAHLGREN ENTERTAINMENT, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

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) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 201A00044269

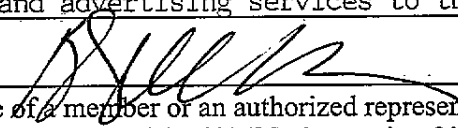
**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

*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:*

1. FAHLGREN ENTERTAINMENT, LLC
(Name of foreign limited liability company)
2. Georgia 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 06/25/2001 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 600 Corporate Drive, Suite 300
Ft. Lauderdale, FL 33334
(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:
- Belinda S. Parham, Sole Manager
- 3060 Peachtree Road, N.W., Suite 2000
- Atlanta, GA 30326

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: _____
provide marketing and advertising services to the entertainment industry


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.)

Belinda S. Parham, Manager
Typed or printed name of signee

FILED
01 AUG - 8 PM 5:00
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:

FAHLGREN ENTERTAINMENT, LLC

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

Mr. Michael J. Case

(Name)

600 Corporate Drive, Suite 300

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

Ft. Lauderdale

FL

33334

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..

 7/12/01
(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 011840271
CONTROL NUMBER : 0129348
DATE INC/AUTH/FILED: 06/25/2001
JURISDICTION : GEORGIA
PRINT DATE : 07/02/2001
FORM NUMBER : 211

LINDA WEAVER
CHOREY TAYLOR FEIL
3399 PEACHTREE ROAD STE 1700
ATLANTA, GA 30326

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

FAHLGREN ENTERTAINMENT, LLC
A GEORGIA LIMITED LIABILITY COMPANY

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



A handwritten signature in black ink, appearing to read 'Cathy Cox', is written over the printed name.

Cathy Cox
Secretary of State