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DIVISION OF CORPORATE REGISTRATION

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**DATE:** 07-28-05

**NAME:** 1080-MIAMI, LLC

**TYPE OF FILING:** APPLICATION TO TRANSACT BUSINESS

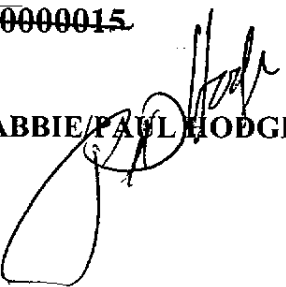
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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.508, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN  
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. 1080-MIAMI, LLC  
(Name of Foreign Limited Liability Company)
2. TEXAS  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. (APPLIED FOR)  
(FEI number, if applicable)
4. JULY, 2005  
(Date of Organization)
5. PERPETUAL  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. UPON REGISTRATION  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. 3390 MARY STREET, SUITE 201 NORTH  
Coconut Grove, FL 33133  
(Street Address of Principal Office)

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

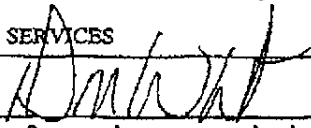
9. The name and usual business addresses of the managing members or managers are as follows:

SEE ATTACHED.

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:

VIDEO POST-PRODUCTION SERVICES

  
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.)

1080, INC., Member BY Don White, Vice President

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:

1080-MIAMI, LLC

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

STEPHANIE SCHNEIDER

(Name)

3390 MARY STREET, SUITE 201 NORTH

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

Coconut Grove, FL 33133

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, Florida Statutes.*

By: Stephanie Schneider

(Signature)

STEPHANIE SCHNEIDER

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

1080-MIAMI, LLC

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

Item 9. Name and usual business address of Managers are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Stephanie Schneider	3390 Mary Street, Suite 201 North Coconut Grove, Florida 33133
Don White	8531 Fairhaven San Antonio, Texas 78229
Ken Ashe	8531 Fairhaven San Antonio, Texas 78229
Michael Bowie	8531 Fairhaven San Antonio, Texas 78229

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



Roger Williams  
Secretary of State

## Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Organization for 1080-Miami, LLC (filing number: 800518512), a Domestic Limited Liability Company (LLC), was filed in this office on July 14, 2005.

**It is further certified that the entity status in Texas is in existence.**

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on July 27, 2005.



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams  
Secretary of State