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LAW OFFICE OF ERIC ERVIN, ESQ.

January 5, 2006

VIA PRIORITY MAIL

Florida State Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Filing of Application by Foreign LLC for Authorization to Transact

Business in Florida, for POST BASS DESIGN LLC

To Whom It May Concern:

Enclosed please find a Cover Letter, The Foreign Authority Application, and the Certificate of Registered Agency. Also please find the One Hundred and Twenty-Five Dollar (\$125) filing fee made out to the Florida Dept. of State. I hope this suffices to complete the foreign authority filing for Post Bass Design LLC. Should you have any questions or concerns please contact me so that I may be of assistance.

Thank You,

Eric Ervin, Esq.

EE/lal Encl.

cc: Tommy Ryk

COVER LETTER

TO: Registration Section Division of Corporations
SUBJECT: Post Bass Design LLC (Name of Limited Mability Company)
The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida
Please return all correspondence concerning this matter to the following:
Evic Evin Esa (Name of Person)
Law Office of E. Ervin Esa. (Firm/Company)
344 U. 14th St. #1A (Address)
New York Ny 10014 (City/State and Zip Code)
For further information concerning this matter, please call:
Towy Ryk at (203) 226-5965 (Area Code & Daytime Telephone Number)
MAILING ADDRESS: Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 STREET ADDRESS: Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301
Enclosed is a check for the following amount: [2] \$125.00 Filing Fee



FLORIDA DEPARTMENT OF STATE Division of Corporations

January 12, 2006

ERIC ERVIN ESQ LAW OFFICE OF E. ERVIN ESQ. 344 W. 14TH ST., #1A NEW YORK, NY 10014

SUBJECT: POST BASS DESIGN LLC

Ref. Number: W06000001460

We have received your document for POST BASS DESIGN LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return 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.

Letter Number: 506A00002564

Michelle Hodges Document Specialist

KAPLAN & GAMBLE, LLP

432 Park Avenue South, Second Floor, New York, New York 10016 Tel 212.684,0579 Fax 212.684,0920 www.kaplangamble.com

Sender's E-mail: eervin@kaplangamble.com

January 31, 2006

VIA EMAIL

Florida State
Department of State
Division of Corporations
Attn: Michelle Hodges
P.O. Box 6327
Tallahassee, FL 32314

Re: <u>Amended Filing of Application of Foreign LLC for Authorization to</u> Transact Business in Florida for POST BASS DESIGN, LLC

Dear Ms. Hodges:

Thank you for your assistance in the filing of the above application. We received your letter regarding the lack of an official document that precluded the filing we were attempting, and we have acted to rectify the situation. Enclosed please find an official Certificate of good Standing from the state of Delaware for POST BASS DESIGN, LLC. Also enclosed is a copy of the letter of rejection, as well as a copy of the application that your office has retained on its files. We hope that the enclosed provides the proper documentation necessary for filing in Florida. Should you have any questions comments or concerns please do not hesitate to call me so that I may be of assistance.

Very truly yours,

Eric Ervin, Esq.

Of Counsel For

Kaplan & Gamble LLP

EE/abm Encl.

cc: Tommy Ryk

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: oreign Limited Liability Company) (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) exist or "perpetual") (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) lst St. 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: 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: Music Production & Entertainment Signature of a member of 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

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.

I. The name of the Limited Liability Company is:
Post Bass Design LLC
2. The name and the Florida street address of the registered agent and office are:
Tommy Ryk
227 1st St. #6
Florida Street Address (P.O. Box NOT ACCEPTABLE)
Miami Beach FL 33139 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.

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

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "POST BASS DESIGN 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-THIRD DAY OF JANUARY, A.D. 2006.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "POST BASS DESIGN LLC" WAS FORMED ON THE TWENTIETH DAY OF DECEMBER, A.D. 2005.

Varriet Smith Hindson
Harriet Smith Windson, Secretary of State

AUTHENTICATION: 4468813

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4080688 8300

DATE: 01-23-06