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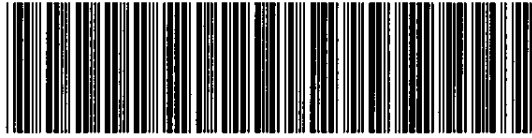
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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: SING LIVE, LIMITED
(Name of Limited Liability 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:

I. Michael Tucker, Esquire

(Name of Person)

Law Office of I. Michael Tucker, P. L. C.

(Firm/Company)

100 SunTrust Bank Building, 498 Palm Springs Drive

(Address)

Altamonte Springs, FL 32701

(City/State and Zip Code)

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For further information concerning this matter, please call:

I. Michael Tucker, Esquire

(Name of Person)

at (407) 977-8836

(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

*Suffice
per Mr. Tucker*

Enclosed is a check for the following amount:

☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

**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. SING LIVE, LIMITED CO.
(Name of Foreign Limited Liability Company)

2. UNITED KINGDOM - ENGLAND & WALES 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. SEPTEMBER 17, 1998 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. SING LIVE, LTD, 62 THIRSK ROAD
NORTHALLERTON, NORTH YORKSHIRE, ENGLAND DL6 1PL
(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:

JOHN S. MORRIS [MANAGING DIRECTOR] and LINDA METCALFE [DIRECTOR]

SING LIVE, LTD, 62 THIRSK ROAD

NORTHALLERTON, NORTH YORKSHIRE, ENGLAND DL6 1PL

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: _____

CONCERT AND EVENT ORGANIZATION AND PROMOTION

I. Michael Tucker
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.)

I. Michael Tucker, Esquire

Typed or printed name of signee

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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:

SING LIVE, LIMITED Co.

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

I. Michael Tucker, Esquire, Law Office of I. Michael Tucker

(Name)

100 SunTrust Bank Building, 498 Palm Springs Drive

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

Altamonte Springs

FL 32701

City/State/Zip

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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.

I. Michael Tucker

(Signature)

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



THE COMPANIES ACT 1985

Company No. 3634079

The Registrar of Companies for England and Wales hereby certifies that

SING LIVE LIMITED (originally called **NORTHERN MUSIC & THEATRE CO. LIMITED**, which name was changed by special resolution to **SING LIVE LIMITED**) was incorporated under the Companies Act 1985 as a limited company on 17th September 1998.

The Registrar further certifies that according to the documents on the file of the company:-

- a) **LINDA METCALFE** and **JOHN MORRIS** are the directors of the company,
- b) **LINDA METCALFE** is the secretary of the company,
- c) the situation of the registered office is **62 THIRSK ROAD, NORTHALLERTON, NORTH YORKSHIRE DL6 1PL.**

According to the documents on the file of the company in the custody of the Registrar of Companies, the company has been in continuous and unbroken existence since the date of its incorporation.

No action is currently being taken by the Registrar of Companies for striking the company off the register and dissolving it as defunct, and as far as the Registrar is aware:-

- a) the company is not in liquidation or subject to an administration order, and
 - b) no receiver or manager of the company's property has been appointed.
- *****

Given at Companies House, Cardiff the **25th May 2006**

MARK JONES

for the Registrar of Companies



Companies House
— for the record —

This certificate records the result of a search of the information recorded and kept by the Registrar of Companies. This information is derived from documents sent by companies or their authorised representatives that are accepted in good faith without verification by the Registrar. Accordingly, the Registrar is not able to and does not warrant in any way the accuracy or completeness of the information searched.