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PICK-UP WAIT MAIL			
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C. LEWIS NOV 1 9 2009 EXAMINER

#### COVER LETTER

TO:	Registration Section Division of Corporations	
SUBJE	CT: Liberty Media Holdings LLC	
	Name of Limited Liability Company	
	closed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certifice, and check are submitted to register the above referenced foreign limited liability company to transact business in	
Please re	eturn all correspondence concerning this matter to the following:	
	Marc John Randazza	
	Name of Person	
	Liberty Media Holdings, LLC	
	Firm/Company	
	302 Washington Street, Suite 321	
	Address	
	San Diego, CA 92103  City/State and Zip Code	
	onyronate and Dip Code	
	marc@excelsiormedia.com  E-mail address: (to be used for future annual report notification)	
D 6 4		
For furth	her information concerning this matter, please call:	
	Marc J. Randazza at ( 619 ) 208-4044	
	Name of Person Area Code & Daytime Telephone Number	
	MAILING ADDRESS: Division of Corporations  STREET ADDRESS: Division of Corporations	
	Registration Section P.O. Box 6327  Registration Section Clifton Building	
	Tallahassee, FL 32314  2661 Executive Center Circle Tallahassee, FL 32301	
Enclose	ed is a check for the following amount:	
	\$125.00 Filing Fee \$130.00 Filing Fee & S155.00 Filing Fee & S160.00 Filing Fee, Certificate Copy of Status & Certified Copy	

## 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.	Liberty Media Holdings, LLC  (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")
co	name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the writtensent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability ompany," "L.L.C," "LLC.")
2.	California  (Jurisdiction under the law of which foreign limited liability company is organized)  3. (FEI number, if applicable)
4.	6/11/2008 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.	302 Washington Street, Suite 321
	San Diego, CA 92103 (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:
	Jason Gibson
	302 Washington Street, Suite 321 San Diego, CA 92103
he	Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, and a slation of the certificate under oath of the translator must be submitted.)
11	. Nature of business or purposes to be conducted or promoted in Florida: All lawful business
	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.)  Jason Gibson, President and Chairman  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:	
Liberty Media Holdings LLC	_
If unavailable, the alternate to be used in the state of Florida is:	
2. The name and the Florida street address of the registered agent and office are:	<b>-</b>
Lawrence G. Walters Esq. Fig. 1	77
Touglas Averwe Florida Street Address (P.O. Box NOT ACCEPTABLE)  Florida Street Address (P.O. Box NOT ACCEPTABLE)	TTI
Altamonte Springs FL 32714	2

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.

(Signature)

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

### State of California Secretary of State

#### **CERTIFICATE OF STATUS**

ENTITY NAME: LIBERTY MEDIA HOLDINGS LLC

FILE NUMBER:

200816610033

FORMATION DATE:

06/11/2008

TYPE:

DOMESTIC LIMITED LIABILITY COMPANY

JURISDICTION:

**CALIFORNIA** 

STATUS:

ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

The records of this office indicate the entity is authorized to exercise all of its powers, rights and privileges in the State of California.

No information is available from this office regarding the financial condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of October 26, 2009.

DEBRA BOWEN
Secretary of State