

M9600000525

Eric D. Alterman
New Brand Agency Group
3801 W. Hillsboro Blvd. #B-102
Coconut Creek, Florida 33073

City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #) **700002029117--8**
-12/13/96--01086--002
****140.00 ****140.00
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

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TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

M96-525
Name Availability *fe 12 26*
Document Examiner *[Signature]*
Updater *[Signature]*
Updater Verifier *[Signature]*
Acknowledgment *[Signature]*
W. P. Verifier *[Signature]*

Examiner's Initials

TO: Qualification/Registration Sec.
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FROM: Eric D. Alterman
Alter-Entertainment LLC, Limited Company
3801 W. Hillsboro Blvd. #B-102
Coconut Creek, Florida 33073
Phone: 954-725-6462
Fax: 954-725-6461

Enclosed is my application by foreign limited liability company for authorization to transact business in Florida. Also enclosed is my check for \$140 to cover registration fees and my original certificate of existence from the State of New Jersey.

Thank You.

12-11-96

Eric D. Alterman
President Alter-Entertainment LLC, Limited Company

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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. Alter - Entertainment, L.L.C., Limited Company
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present. Please Note: L.L.C. is not an acceptable suffix in Florida.)

2. New Jersey 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. Feb. 18, 1994 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon approval from Florida Department of State
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 3801 W. Hillsboro Blvd. # B-102
Coconut Creek, Florida 33073
(Street address of principal office)

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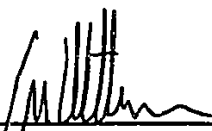
8. List and indicate in title space provided the name, title, and business address of each managing member [MGRM] or manager [MGR]. It is not necessary to list members. (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Eric D. Alterman</u>	<u>MGRM</u>	_____	_____
<u>3801 W. Hillsboro Blvd. #B-102</u>		_____	
<u>Coconut Creek, Florida</u>		_____	
<u>33073</u>		_____	
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____
Alter-Entertainment, L.L.C., Limited Company deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 80,000 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ _____ . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 100,000 . This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Eric D. Altman 12-11-96

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TALLAHASSEE, FLORIDA

Filing Fee: \$ 52.50 for Affidavit

**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, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

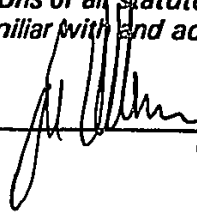
1. The name of the limited liability company is: Alter-Entertainment, L.L.C., Limited Company

2. The name and address of the registered agent and office is:

Eric D. Altman
(Name)
3801 W. Hillsboro Blvd # B-102
(P.O. Box or Mail Drop Box NOT acceptable)
Coconut Creek, Florida 33073
(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.


(Signature)

12-11-96
(Date)

State of New Jersey



Department of State

ALTER-ENTERTAINMENT, L.L.C.

I, Secretary of State of the State of New Jersey, DO HEREBY CERTIFY that the records of this office show that the above named Limited Liability Company was filed in this office on the 18th day of February A.D. 1994 and so far as the records of this Office show said Limited Liability Company continues as an existing Limited Liability Company within the State of New Jersey.

I FURTHER CERTIFY, that the location of the registered office is 1428 Route 23, Wayne, New Jersey 07470 and the registered agent is Williams, Caliri, et al.

IN TESTIMONY WHEREOF, I have hereunto set my Hand and affixed my Official Seal at Trenton this 9th day of October A.D. 1996.

Donna R. Hooley

SECRETARY OF STATE

