



THE UNITED STATES  
CORPORATION  
COMPANY

# M98000000078

ACCOUNT NO. : 072100000032  
REFERENCE : Patricia Piquito  
AUTHORIZATION :  
COST LIMIT : \$ 285.00

FILED OF STATES  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 JAN 29 PM 1:17

ORDER DATE : 1-29-98  
ORDER TIME : 4:45  
ORDER NO. : 685447-40  
CUSTOMER NO. :

500002415605--6

NAME: Encore Media Group LLC

Please file the attached registration, of the ~~fictional name~~  
shown above and return the document(s) indicated below

- ☐ Certified Copy
- ☐ Plain Stamped Copy
- ☐ Certificate of Status

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS: \_\_\_\_\_

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DIVISION OF CORPORATIONS  
(C)

BK  
1/29/98

**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:

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1. Encore Media Group LLC  
(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.)
2. Colorado  
(Jurisdiction under the law of which foreign limited liability  
company is organized)
3. 84-1418375  
(FEI number, if applicable)
4. 7-3-97  
(Date of Organization)
5. Perpetual  
(Duration: Year limited liability company will cease to exist  
or "perpetual")
6. July 1, 1997 \*  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)  
\*See attached addendum
7. 5445 DTC Parkway, Suite 600  
Englewood, CO 80111  
(Street address of principal office)
8. Name(s) and business address(es) of managing member(s) or manager(s) who will  
manage the foreign limited liability company in Florida: (attach additional page if necessary)  
Encore Media Corporation *mck*  
5445 DTC Parkway, Suite 600  
Englewood, CO 80111

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY

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The undersigned member or authorized representative of a member of Encore Media Group LLC

deposes and says:

- 1) the above named limited liability company has at least ~~two members~~ one member.
- 2) the total amount of cash contributed by the member(s) is \$ 100,000.
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ 0. 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.

ENCORE MEDIA CORPORATION, *Manager*

By: *[Signature]* E. Curtis

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.)

Title: SR. VICE PRES.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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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: ENCORE MEDIA GROUP LLC

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

The Prentice-Hall Corporation System, Inc.

(Name)

1201 Hays Street

(P.O. Box not acceptable)

Tallahassee, Florida 32301

(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.*

By: Kurt Pluh

(Signature)

1-26-98

(Date)

## ADDENDUM

- \* The limited liability company applying for authority to do business hereby is a successor by merger to a company previously qualified in this state and also known as "Encore Media Group LLC." It was this predecessor company which began doing business on or about the referenced date. The authority to do business of the predecessor company is being withdrawn as it was not the surviving company in the merger. This application is being filed for the surviving company.

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JAN 11 11:17  
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# STATE OF COLORADO

DEPARTMENT OF  
STATE

## CERTIFICATE

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I, VICTORIA BUCKLEY, SECRETARY OF STATE OF THE STATE OF  
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

ENCORE MEDIA GROUP LLC  
(COLORADO LIMITED LIABILITY COMPANY)

FILE # 19971101448 WAS FILED IN THIS OFFICE ON June 25, 1997  
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE  
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD  
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS  
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: January 20, 1998

*Victoria Buckley*

SECRETARY OF STATE