

M98000000835



ACCOUNT NO. : 072100000032

REFERENCE : 913645 4376681

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 390.00

ORDER DATE : August 3, 1998

ORDER TIME : 12:14 PM

CM

ORDER NO. : 913645-005

900002605749--8

CUSTOMER NO: 4376681

CUSTOMER: Barbara A. Box, Legal Asst
Kelly Hart & Hallman
201 Main Street
Suite 2500
Fort Worth, TX 76102

DIVISION OF CORPORATION

98 AUG -3 PM 1:15

RECEIVED

FOREIGN FILINGS

NAME: SOUTH FLORIDA MUCIS GROUP,
L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

~~XX~~ 2 CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

FILED
98 AUG -3 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. South Florida Music Group, L.L.C.
(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. Delaware 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. July 28, 1998 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.502, 608.502 and 817.155, F.S.))
7. 888 East Las Olas Boulevard
Ft. Lauderdale, Florida 33301
(Street address of principal office)
8. List name, title, and business address of each managing member [MGRM] or manager [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS	TITLE	NAME & ADDRESS	TITLE
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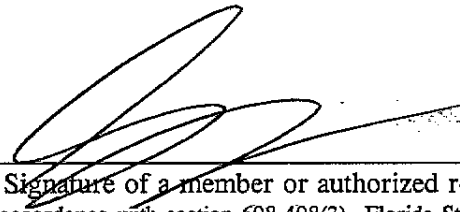
<u>Rick Smith</u>	<u>MGRM</u>
<u>888 East Las Olas Boulevard</u>	
<u>Ft. Lauderdale, FL 33301</u>	
_____	_____
_____	_____
_____	_____
_____	_____

FILED
58 AUG -3 PM 3:00
TALLAHASSEE, FLORIDA

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

The undersigned member or authorized representative of a member of South Florida Music Group, L.L.C. deposes and says:

- 1) the above named limited liability company has at least one member
- 2) the total amount of cash contributed by the member(s) is \$ 1,000.00.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ N/A. 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 \$ 1,000.00. 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.)

RECEIVED
CLERK OF DISTRICT COURT
ALLAHASSEE, FLORIDA

98 AUG -3 PM 3:00

FILED

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: South Florida Music Group, L.L.C.

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

Rick Smith

(Name)

888 East Las Olas Boulevard

(P. O. Box not acceptable)

Ft. Lauderdale, Florida 33301

(City/State/Zip)

FILED
08 AUG -3 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: _____

(Signature)

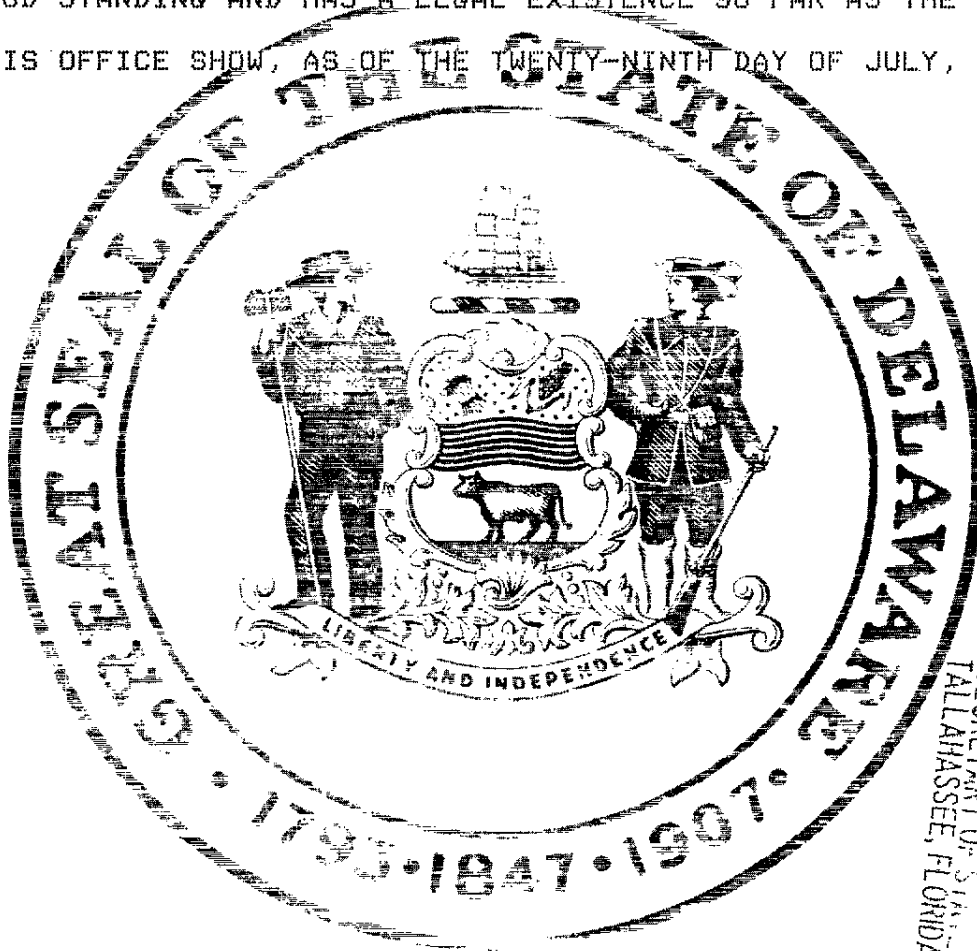
7/31/98

(Date)

Filing Fee: \$35 for Designation of Registered Agent

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOUTH FLORIDA MUSIC GROUP, L.L.C." 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-NINTH DAY OF JULY, A.D. 1998.



FILED
98 AUG -3 PM 3: 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2926075 8300

AUTHENTICATION:

9222209

981294270

DATE:

07-29-98