

M98000001300



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 992319 : 4324660

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 9, 1998

ORDER TIME : 3:55 PM

ORDER NO. : 992319-030

CUSTOMER NO: 4324660

CUSTOMER: Ms. Claudia R. Immerzeel
Whitman Breed Abbott Morgan
633 West Fifth Street
Ste. 2100
Los Angeles, CA 90071

100002670671--2
-10/23/98-01001-018
****35.00 ****35.00

100002670671--2
-10/23/98-01001-019
****250.00 ****250.00

RECEIVED

98 OCT 22 PM 4:17

DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: HOLLYWOOD RENTAL COMPANY, LLC

XXXX QUALIFICATION (TYPE: CO)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 22 PM 3:32

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

00789-00608-00524-00671

Desc. of
Prop.

W98-24087

Name	MAH
Availability	MAH
Document	MAH
Examiner	MAH
Updater	MAH
Upca er	MAH
Verifyer	MAH
Acknowledgement	MAH
W. P. Ver.fyer	MAH



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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham

Secretary of State

DIVISION OF CORPORATIONS

November 2, 1998

CSC CORPORATION COMPANY

RESUBMIT

Please give original
submission date as file date.

SUBJECT: HOLLYWOOD RENTAL COMPANY, LLC
Ref. Number: W98000024087

We have received your document for HOLLYWOOD RENTAL COMPANY, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 398A00053429

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Michelle -

Please give original
file date, if possible.

Thank you.

**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. Hollywood Rental Company, LLC
(Name of foreign limited liability company)
2. Delaware 3. 91-1928009
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 8/27/98 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. 9/25/98
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 3111 N. Kenwood Street
Burbank, CA 91505
(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>Carlos D. DeMattos</u>	<u>Manager</u>		
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<u>3111 N. Kenwood St.</u>			
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<u>Burbank, CA 91505</u>			
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<u>Gregory Moiseeff</u>	<u>Manager</u>		
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<u>3111 N. Kenwood St.</u>			
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<u>Burbank, CA 91505</u>			
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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HOLLYWOOD RENTAL COMPANY, LLC" 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 FOURTH DAY OF NOVEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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DIVISION OF CORPORATIONS
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9387279
Edward J. Freel
Edward J. Freel, Secretary of State 11-04-98

AUTHENTICATION:

DATE:

**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: Hollywood Rental Company, LLC

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

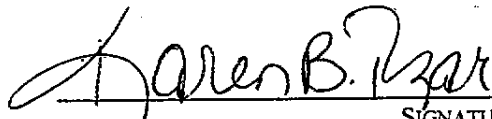
Corporation Service Company
NAME

1201 Hays Street
Florida street address (P. O. Box NOT ACCEPTABLE)

Tallahassee, FL 32301
CITY, STATE AND 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

Karen B. Rozar, Asst. Sec.
Corporation Service Company

Filing Fee: \$ 35 for Designation of Registered Agent

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

The undersigned member or authorized representative of a member of Hollywood
Rental Company, LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 83,684
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$7,575,316
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$7,659,000
(This total includes amounts from 2 and 3 above.)

Matthews Studio Equipment Group, Member

By: 

Signature of a member or an 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.)

Carlos D. DeMattos, Chief Executive Officer/President

Typed or printed name of signee

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Filing Fee: \$250.00 for Application and Affidavit

Description of Property

Accounts receivable, inventory of expendable supplies, inventory of equipment, vehicles, machinery, tools, furniture and fixtures, and other intangibles.

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