

**CORPORATE
ACCESS,
INC.**

"When you need ACCESS to the world"

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

FAX TRANSMISSION

M99000001790

DATE: NOVEMBER 12, 1999

TO: BRENDA TADLOCK

FAX #: 410-1015

FROM: NIKKI THOMAS

SUBJECT: FOREIGN QUALIFICATION

PAGES: 7, including this cover sheet

Note: If you do not receive all pages, please call the number above as soon as possible.

COMMENTS:

BRENDA - PLEASE ISSUE A GOOD STANDING UPON FILING, I'LL FORWARD TO YOU ON MONDAY MORNING. IF YOU HAVE ANY PROBLEMS, PLEASE CALL ME RIGHT AWAY. *THANKS SO MUCH!! - NIKKI*

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Nikki Thomas GAVE

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WALK IN

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CERTIFIED COPY

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1.) Open Book Productions, LLC
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS _____

LIMITED LIABILITY COMPANY

APPLICATION BY FOREIGN ~~CORPORATION~~ FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

608.503

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN ~~CORPORATION~~ TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA: LIMITED LIABILITY COMPANY

1. OPEN BOOK PRODUCTIONS, LLC.

(Name of corporation must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. CALIFORNIA

(State or country under the law of which it is incorporated)

3. 95-4746060

(FEI number, if applicable)

4. 11/16/98

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. 5424 CREBS AVE.TARZANA, CA 91356

(Current mailing address and principal office address)

8. MOTION PICTURE PRODUCTION

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)


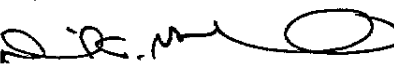
9. Name and street address of Florida registered agent:

Name: DAVID GLASSERC/O MICCOSUKEE RESORTOffice Address: 500 SW 177th AVE., ROOM 315MIAMI, Florida, 33194

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated ~~corporation~~ L.L.C. at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

 
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)
MANAGERS/MANAGING MEMBERS:

A. ~~DIRECTORS~~ (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

MGRM

~~Director:~~ DAVID GLASSER

Address: 24119 LANCE PL

WEST HILLS, CA 91307

MGRM

~~Director:~~ ADAM STONE

Address: 1648 CAMDEN AVE

LOS ANGELES, CA 90025

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MANAGING PARTNERS
(Typed or printed name and capacity of person signing application)

State of California



SECRETARY OF STATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF STATUS CALIFORNIA LIMITED LIABILITY COMPANY

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the 9th day of January, 1998, OPEN BOOK PRODUCTIONS, LLC, became recognized under the laws of the State of California by filing its Articles of Organization in this office; and

That no record exists in this office of a certificate of cancellation of said limited liability company nor of a court declaring cancellation thereof; and

That according to the records of this office, the said limited liability company is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition of this limited liability company.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this
20th day of October, 1999.



Bill Jones
BILL JONES
Secretary of State