

253



APPLICATION FOR REGISTRATION OF FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

FILED/EFFECTIVE

JUL 10 3 08 PM '01

SECRETARY OF STATE

1. The name of the limited liability company is: Handleman Entertainment Resources L.L.C.

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is: _____

3. The jurisdiction under whose laws the limited liability company is organized is Michigan, and the date of its formation was 04/24/2001

4. The name and address of the registered agent in Idaho is: CT Corporation System
300 North 6th Street, Boise, Idaho 83702

5. The address of the limited liability company's office in the jurisdiction under whose laws it is organized is: 500 Kirts Boulevard, Troy, MI 48084-4142

6. The address of the limited liability company's principal office, if other than the address in #5 above, is: 500 Kirts Boulevard, Troy, MI 48084-4142

7. The address to which correspondence should be addressed is: Same as Principal Office address, above

8. Signature of a manager, if any, or a member if there are no managers.

Thomas C. Braun, Jr. VP / CORP. CONTROLLER

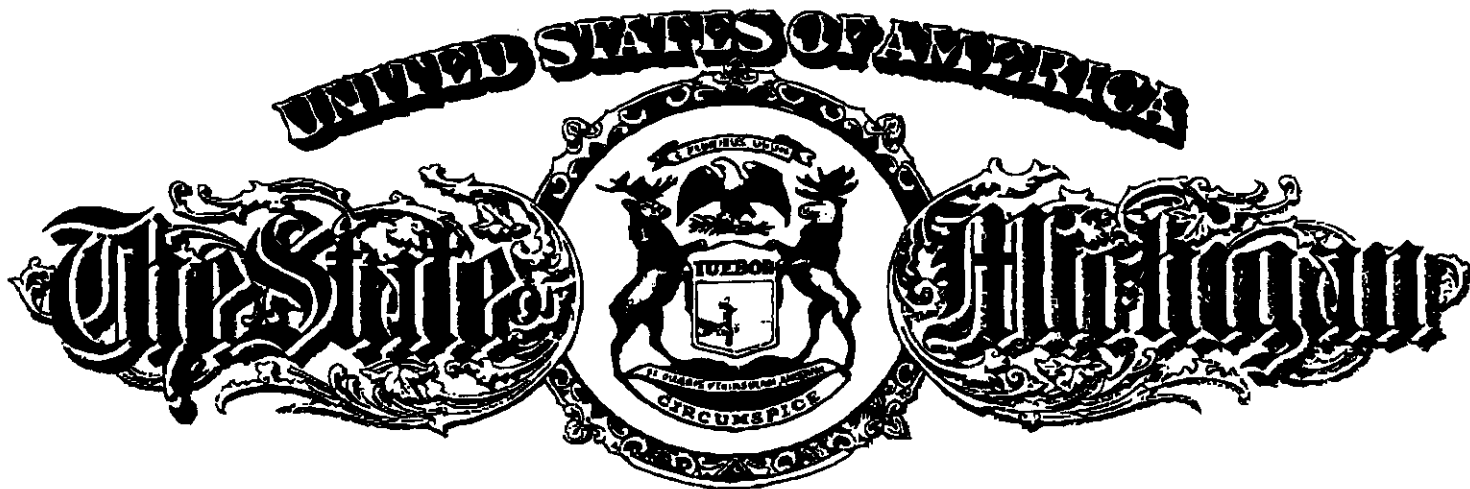
Typed or Printed Name
Manager ☐ Member ☒

OF HANDLEMAN DISTRIBUTION COMPANY,
MEMBER

Secretary of State use only

IDAHO SECRETARY OF STATE
07/11/2001 09:00
CK: 84842 CT: 28168 BH: 487897
1 @ 100.00 = 100.00 REGFORLLC # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

W 15858



Lansing, Michigan

This is to Certify That

HANDLEMAN ENTERTAINMENT RESOURCES L.L.C.

a Michigan limited liability company, was formed on April 24, 2001.

I FURTHER CERTIFY that a Certificate of Dissolution has not been filed and the Articles of Organization are in full force and effect as of this date.

This certificate is in due form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 6th day of July, 2001

Andrew S. Mettelf, Director

Bureau of Commercial Services