

Commonwealth of Kentucky
Elaine N. Walker, Secretary of State

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Elaine N. Walker
Secretary of State
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Elaine N. Walker
Secretary of State
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Certificate of Authority
Foreign Business Entity

FBE

Pursuant to the provisions of KRS Chapter 14A and KRS Chapter 275 the undersigned hereby applies for authority to transact business in Kentucky on behalf of the entity named below and, for that purpose, submits the following statements:

1. The entity is a limited liability company.
2. The name of the entity is **PAYEES LLC**.
3. The state or country under whose law the entity is organized is **California**.
4. The date of organization is **12/19/2008**.
5. The mailing address of the entity's principal office is **8383 Wilshire Blvd Suite 90, Beverly Hills, CA 90211**.
6. The street address of the entity's registered office in Kentucky is **828 Lane Allen Road, Suite 219, Lexington, KY 40504** and the name of the registered agent in that office is **Registered Agent Solutions, Inc**.
7. The names and business addresses of the entity's representatives:
Michael Rose 5170 W 2nd Street, Los Angeles, California 90004
Michael Rose 5170 W 2nd Street, Los Angeles, California 90004
8. I certify that, as of the date of filing of this application, the above-named entity validly exists under the laws of the jurisdiction of its formation.
9. This application will be effective on filing.

Signature of Authorized Representative:
Stephen Silva

I, **Registered Agent Solutions, Inc**, consent to serve as the Registered Agent on behalf of the business entity.

Signature of Registered Agent or individual signing on behalf of the company serving as Registered Agent:

Ryan Ermis