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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

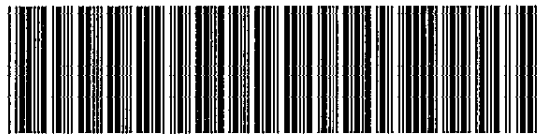
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CT CORPORATION

January 31, 2003

Secretary of State, Florida  
409 East Gaines Street  
Tallahassee FL 32399

Re: Order #: 5774377 SO  
Customer Reference 1: NONE GIVEN  
Customer Reference 2: NONE GIVEN

Dear Secretary of State, Florida:

Please file the attached:

TICKETS.com, Inc. (DE)  
Qualification  
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Melanie S Strickland  
Fulfillment Specialist  
Melanie\_Strickland@cch-lis.com

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

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**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Tickets.com, Inc.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Craig S. Frost  
(Name of Person)

Tickets.com, Inc.  
(Firm/Company)

555 Anton Blvd., 11th Floor  
(Address)

Costa Mesa, CA 92626  
(City/State and Zip code)

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For further information concerning this matter, please call:

Janet Harry at ( 714 ) 327-5467  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
 Registration Section  
 Division of Corporations  
 409 E. Gaines St.  
 Tallahassee, FL 32399

**MAILING ADDRESS:**  
 Registration Section  
 Division of Corporations  
 P.O. Box 6327  
 Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Tickets.com, Inc.  
(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. Delaware 3. 06-1424841  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 25, 1995 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 2001  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. None  
(Principal office address)  
555 Anton Blvd, 11th Floor, Costa Mesa, CA 92626  
(Current mailing address)

8. Ticketing Software & Service  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

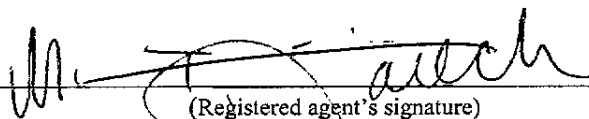
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road  
Plantation, Florida 33324  
(City) (Zip code)

**10. Registered agent's acceptance:**

*Having been named as registered agent and to accept service of process for the above stated corporation 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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12. Names and business addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: See Attached

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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**B. OFFICERS**

President: See Attached

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 of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Craig S. Frost, Assistant Secretary

(Typed or printed name and capacity of person signing application)

# TICKETS.COM BOARD OF DIRECTORS

## Contact Directory

Name/Title	Office Information	Home Address	Committees
<b>Ron Bension</b> Tickets.com, Inc. CEO rbension@tickets.com  <i>Assistant:</i> Denise Jahinian, (714) 327-5479 djahinian@tickets.com	555 Anton Blvd, 11 <sup>th</sup> Floor Costa Mesa, CA 92626 Direct: (714) 327-5472 Fax: (714) 327-5570 Cell: (818) 519-4526	633 Inverness Drive La Canada, CA 91011 Tel: (818) 790-1023	
<b>John L. Davies</b> AOL International jackdavies@aol.com  <i>Assistant:</i> Mia McInerney, (703) 217-6737 MiaED@aol.com	3301 N Street, NW Washington, DC 20007 Tel: (202) 338-6020 Fax: (202) 338-6021 Cell: (703) 244-3991	3301 N Street, NW Washington, DC 20007 Tel: (202) 338-7041	Personnel
<b>W. Thomas Gimple</b> Tickets.com, Inc. Chairman tgimple@tickets.com		9631 Albatross Anchorage, AK 99502 Tel: (907) 243-4446 Fax: (907) 243-4701 Cell: (714) 330-4530	Pricing
<b>Thomas Heymann</b> Knowledge Universe theymann@knowledgeu.com  <i>Assistant:</i> Sasha Forouzandeh, (310) 570-4566 sforouzandeh@knowledgeu.com	1250 Fourth Street, 5 <sup>th</sup> Floor Santa Monica, CA 90401 Direct: (310) 570-4565 Cell: (818) 324-7046 Fax: To Be Provided	23229 Blue Bird Drive Calabasas, CA 91302 Tel: (818) 591-8865	Audit
<b>Braden R. Kelly</b> General Atlantic Partners bkelly@gapartners.com  <i>Assistant:</i> Carol LaCasse (CA), (650) 251-7802 ClaCasse@gapartners.com	228 Hamilton Avenue (Primary) 2 <sup>nd</sup> Floor Palo Alto, CA 94301 Direct: (650) 251-7801 Fax: (650) 251-9672  3 Pickwick Plaza, Suite 200 Greenwich, CT 06830 Tel: (203) 629-8615 Fax: (203) 622-8818  650 Madison Ave New York, New York 10022 Tel: (212) 759-7507 Fax: (212) 759-5708	1571 Neston Way Los Altos, CA 94024 Tel: (650) 428-1287	
<b>Nicholas Sinacori</b> International Capital Partners, Inc. nick@intcapital.com  <i>Assistant:</i> Barbara Smith, (203) 961-8900 barbaras@intcapital.com	46 S. Field Ave. Stamford, CT 06902 Tel: (203) 961-8900 Direct: (203) 388-2113 Fax: (203) 969-2212	163 Riverbank Road Stamford, CT 06903 Tel: (203) 329-1979 Fax: (203) 461-8979	Pricing Finance/Audit (chair)
<b>C. Ian Sym-Smith</b> Radnor Financial Co-Chairman iss@rfai.com  <i>Assistant:</i> Stephanie Vermillion, (610) 975-0280 x100 stephanie.vermillion@radnorfinancial.com	485 Devon Park Drive, Suite 119 Wayne, PA 19087 Tel: (610) 975-9111 Fax: (610) 975-0283 Cell: (602) 418-2393	10800 E. Cactus Rd., #20 Gate Code 8010 Scottsdale, AZ 85260 Tel: (480) 451-3389 Fax: (480) 451-6979  512 Spruce Street Philadelphia, PA 19106 Tel: (215) 923-5496	Personnel/Comp Nominating Pricing Finance Audit

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Tickets.com  
1<sup>st</sup> Tier Officers

**Ron Bension**  
*Chief Executive Officer*

555 Anton Blvd, 11<sup>th</sup> Floor  
Costa Mesa, CA 92626  
(714) 327-5472 (direct)  
(714) 327-5570 (fax)  
(818) 519-4526 (cell)  
rbension@tickets.com  
Assistant: Denise Jahinian (714) 327-5479

**Home Information:**  
633 Inverness Drive  
La Canada, CA 91011  
(818) 790-1023 (home)

**Eric P. Bauer**  
*Executive Vice President/Chief Financial Officer*

555 Anton Blvd, 11<sup>th</sup> Floor  
Costa Mesa, CA 92626  
(714) 327-5402 (direct)  
(714) 327-5410 (fax)  
(714) 330-6078 (cell)  
ebauer@tickets.com  
Assistant: Judy Rhoades (714) 327-5450

**Home Information:**  
17075 Roundhill Drive  
Huntington Beach, CA 92649  
(714) 840-6320 (home)

**David J. Codiga**  
*Executive Vice President/Operations*

555 Anton Blvd, 11<sup>th</sup> Floor  
Costa Mesa, CA 92626  
(714) 327-5480 (direct)  
(714) 327-5513 (fax)  
(714) 273-6092 (cell)  
dcodiga@tickets.com  
Assistant: Traci Casteel (714) 327-5492

**Home Information:**  
655 Bradford Street  
Pasadena, CA 91105  
(626) 403-1746 (home)  
(626) 403-8375 (home office)

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**Carl A. Thomas**  
*Executive Vice President/Marketing & Sales*

555 Anton Blvd, 11<sup>th</sup> Floor  
Costa Mesa, CA 92626  
(714) 327-5488 (direct)  
(714) 327-5457 (fax)  
(760) 275-6903 (cell)  
cthomas@tickets.com  
Assistant: Debbie Spencer (714) 327-5617

**Home Information:**  
764 Jacqueline Court  
Encinitas, CA 92024  
(760) 436-0515 (home)  
(760) 436-8017 (home fax)

**Christopher Goodhart**  
*President/International Ticketing Group*

Midsummer House  
405 Midsummer Boulevard  
Milton Keynes, MK9 3BN United Kingdom  
011-44-1908-232404 (office)  
011-44-1908-232414 (fax)  
011-44-796-799-3989 (cell)  
cgoodhart@tickets.com  
Assistant: Marina McEwan 011-44-1908-232404

**Home Information:**  
36 Lancaster Park, Richmond-upon-Thames  
Surrey, TW 10 6AD, United Kingdom  
011-44-208-287-4662 (home)  
011-44-208-287-4662 (home fax)

Tickets.com  
2<sup>nd</sup> Tier Officers

**Craig S. Frost, Esq.**  
***Vice President/General Counsel***

555 Anton Blvd., 11<sup>th</sup> Floor  
Costa Mesa, CA 92626  
(714) 327-5583 (direct)  
(714) 327-5589 (fax)  
(949) 278-6196 (cell)  
cfrost@tickets.com  
Assistant: Kristin Farrell (714) 327-5496

**Home Information:**  
78 Woodcrest Lane  
Aliso Viejo, CA 92656  
(949) 362-0827 (home)

**Paul Rowe, Esq.**  
***Secretary***

Hewitt & O'Neil LLP  
19900 MacArthur Blvd.  
Irvine, CA 92612  
(949) 798-0724 (direct)  
(949) 798-0511 (fax)  
prowe@hewittoneil.com  
Assistant: Camy Townsend (949) 798-0705

**Home Information:**  
33 Redrock  
Irvine, CA 92604  
(949) 551-2522 (home)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TICKETS.COM, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF JANUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2474671 8300

AUTHENTICATION: 2221205

030048311

DATE: 01-23-03