

F04000001362

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000052940 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)558-1575

SYK

FOREIGN PROFIT QUALIFICATION

RADIO FREE AMERICA, INC.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

RECEIVED
04 MAR 11 PM 1:16
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing

Public Access Help

3/12/04 PM

FILED
04 MAR 11 AM 9:09
3/11/2004
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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. Radio Free America, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 200485265
(State or country under the law of which it is incorporated) (PEI number, if applicable)

4. October 13, 2003 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 617.155, F.S.)

7. 3 Park Avenue, 40th Floor, New York, N.Y. 10016
(Principal office address)

3 Park Avenue, 40th Floor, New York, N.Y. 10016
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized
(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: Corporation Service Company

Office Address: 1201 Gays Street

Tallahassee

(City)

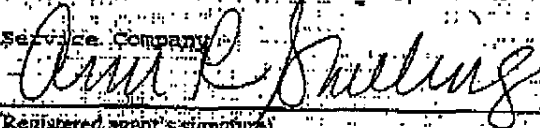
Florida 32301

(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.

Corporation Service Company



(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.

12. Names and business addresses of officers and/or directors:

MAR 11 AM 9:11
SECRETARY OF STATE
DIVISION OF CORPORATIONS

W04000052940 3

A. DIRECTORS

Chairman: See Attached Officers/Directors Rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached Officers/Directors Rider

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. *David R. Goodfriend*

(Signature of Director or Officer listed in number 12 of the application)

14. David R. Goodfriend, Secretary

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

MAR 11 AM 9:09
SECRETARY OF STATE
DIVISION OF CORPORATIONS

W04000052940 3

H04000052940 3

Attachment to Application for Authority to Transact Business in Florida

Officers and Directors of Radio Free America, Inc.

Directors and Addresses:

Evan M. Cohen	3 Park Avenue, 40 th Floor, New York, N.Y. 10016
Rex Sorensen	3 Park Avenue, 40 th Floor, New York, N.Y. 10016
Mark Walsh	3 Park Avenue, 40 th Floor, New York, N.Y. 10016
David R. Goodfriend	3 Park Avenue, 40 th Floor, New York, N.Y. 10016

Officers and Addresses:

Chairman of the Board:	Evan M. Cohen	3 Park Avenue, 40 th Floor, New York, N.Y. 10016
President:	Mark Walsh	3 Park Avenue, 40 th Floor, New York, N.Y. 10016
Secretary:	David R. Goodfriend	3 Park Avenue, 40 th Floor, New York, N.Y. 10016
Treasurer:	David R. Goodfriend	3 Park Avenue, 40 th Floor, New York, N.Y. 10016
Assistant Secretary:	Evan M. Cohen	3 Park Avenue, 40 th Floor, New York, N.Y. 10016

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 04 MAR 11 AM 9:09

H04000052940 3

~~04000052940 3~~

PAGE 1

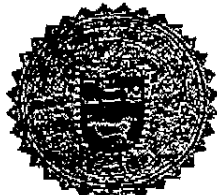
Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RADIO FREE AMERICA, 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 TENTH DAY OF MARCH, A.D. 2004.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "RADIO FREE AMERICA, INC." WAS INCORPORATED ON THE SEVENTEENTH DAY OF OCTOBER, A.D. 2003.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3711426 8300

040178493

AUTHENTICATION: 2979205

DATE: 03-10-04