

F04000005080

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.

(((H04000180043 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 : C T CORPORATION SYSTEM
Account Number : FCADDDDDDD23
Phone : (850) 222-1092
Fax Number : (850) 222-9428

FOREIGN PROFIT QUALIFICATION

Showtimes.com, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

RECEIVED
04 SEP -2 PM 1:08
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 SEP -2 AM 10:01

W 09/03/04

Electronic Filing Menu

Corporate Filing

Public Access Help

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

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

2. Delaware (State or country under the law of which it is incorporated) 3. 65-0922070 (FEI number, if applicable)

4. May 18, 1999 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 63 Copps Hill Road, Ridgefield, CT 06877 (Principal office address)

Same as above (Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized in (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) Delaware.

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

Name: Hollywood Media Corp.

993-5253

Office Address: 2255 Glades Road, Suite 221A Boca Raton, Florida 33431 (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.

By: Mitchell Rubenstein (Registered agent's signature) Co- Chief Executive Officer

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:

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 04 SEP - 2 AM 10:01

A. DIRECTORS

Chairman: Mitchell Rubenstein

Address: 2255 Glades Road, Suite 221A

Boca Raton, FL 33431

Vice Chairman: Laurie S. Silvers

Address: 2255 Glades Road, Suite 221A

Boca Raton, FL 33431

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Brett West

Address: 63 Copps Hill Road

Ridgefield, CT 06877

Vice President: Mitchell Rubenstein, Co-Chief Executive Officer

Address: 2255 Glades Road, Suite 221A

Boca Raton, FL 33431

Secretary: Laurie S. Silvers, Co-Chief Executive Officer & Secretary

Address: 2255 Glades Road, Suite 221A

Treasurer: Boca Raton, FL 33431

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 SEP - 2 AM 10:01

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

13. *Mitchell Rubenstein*

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

14. Mitchell Rubenstein, Co-Chief Executive Officer

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

Delaware

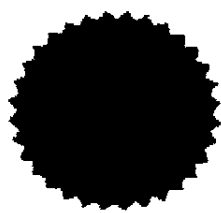
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SHOWTIMES.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 FIRST DAY OF SEPTEMBER, A.D. 2004.

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 SEP -2 AM 10: 01



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3043887 8300
040638213

AUTHENTICATION: 3328460
DATE: 09-01-04