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C T CORPORATION SYSTEM

Requestor's Name

1311 Executive Center Drive, Ste. 200

Address

Tallahassee, FL 32301 (904) 656-0290  
City State Zip Phone

CORPORATION(S) NAME

Sega of America, Inc

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-012795--01107--002  
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**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. SEGA OF AMERICA, 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. California 3. 77-0111662  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 10, 1986 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. May 15, 1993  
(Date first transacted business in Florida. (See sections 607.1801, 607.1802, and 617.195, F.S.)
7. 303 Twin Dolphin Drive, Suite 200  
Redwood City, CA 94065  
(Current mailing address)
8. Wholesale Electronic Video Games and Toys  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:  
Name: CT Corporation System  
Office Address: 1200 South Pine Island Road  
Plantation, FL 33324, Florida, 33324  
(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.*
- Connie B...  
(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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DIVISION OF REVENUE  
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12. Names and addresses of officers and/or directors:

A. DIRECTORS

SEE ATTACHED LIST

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

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

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

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

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

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

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

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

B. OFFICERS

SEE ATTACHED LIST

President: \_\_\_\_\_

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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

13. Takaharu Uteunomiya  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Takaharu Uteunomiya, Group VP Finance, Treasurer and Assistant Secretary  
(Typed or printed name and capacity of person signing application)

**A. Board of Directors of Sega of America, Inc.**

Name: Hayao Nakayama  
Title: Chairman  
Address: 255 Shoreline Drive, Suite 200, Redwood City, CA 94065

Name: David Rosen  
Title: Co- Chairman  
Address: 255 Shoreline Drive, Suite 200, Redwood City, CA 94065

Name: Setsuo Okawa  
Title: Director  
Address: 255 Shoreline Drive, Suite 200, Redwood City, CA 94065

Name: Daizaburo Sakurai  
Title: Director  
Address: 255 Shoreline Drive, Suite 200, Redwood City, CA 94065

Name: Shinobu Toyoda  
Title: Director  
Address: 255 Shoreline Drive, Suite 200, Redwood City, CA 94065

Name: Shoichiro 'Irimajiri  
Title: Director  
Address: 255 Shoreline Drive, Suite 200, Redwood City, CA 94065

Name: Thomas Kalinske  
Title: Director  
Address: 255 Shoreline Drive, Suite 200, Redwood City, CA 94065

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**B. Officers of Sega of America, Inc.**

Name: Thomas Kalinske  
Title: President and Chief Executive Officer  
Address: 255 Shoreline Drive, Suite 200, Redwood City, CA 94065

Name: Shinobu Toyoda  
Title: Executive Vice President, Chief Financial Officer and Secretary  
Address: 255 Shoreline Drive, Suite 200, Redwood City, CA 94065

Name: Paul Rioux  
Title: Executive Vice President Finance, Administration and Operation  
Address: 255 Shoreline Drive, Suite 200, Redwood City, CA 94065

Name: Takaharu Utsunomiya  
Title: Group Vice President Finance, Treasurer and Assistant Secretary  
Address: 303 Twin Dolphin Drive, Suite 200, Redwood City, CA 94065

Name: Thomas Klitgaard  
Title: Senior Vice President, General Counsel  
Address: 255 Shoreline Drive, Suite 500, Redwood City, CA 94065

Name: Joseph Miller  
Title: Senior Vice President, Product Development  
Address: 150 Shoreline Drive, 2nd Floor, Redwood City, CA 94065

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# State of California

SECRETARY OF STATE'S OFFICE



## CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 10th day of MARCH, 1986,

SEGA OF AMERICA, INC.

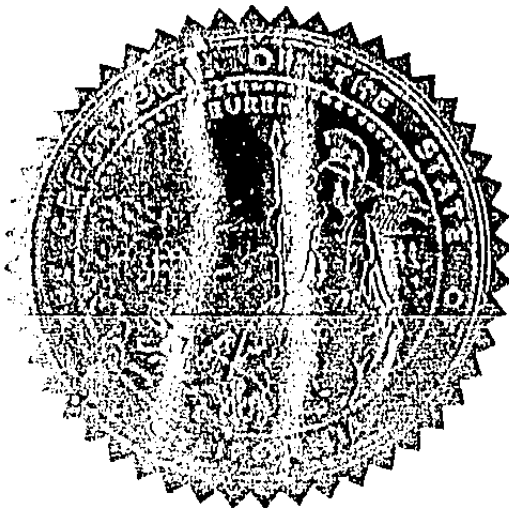
became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this  
20 day of January 1995

*Bill Jones*  
Secretary of State

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DIVISION OF REVENUE  
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