

F98000005355



THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 964634 4805290

AUTHORIZATION : Patricia Pizante

COST LIMIT : \$ 70.00

ORDER DATE : September 16, 1998

ORDER TIME : 10:42 AM

ORDER NO. : 964634-005

CUSTOMER NO: 4805290

300002648113--2

CUSTOMER: Deborah K. Openshaw, Paralegal  
Sachnoff & Weaver, Ltd.  
Suite 2900  
30 South Wacker Drive  
Chicago, IL 60606

FOREIGN FILINGS

NAME: COBALT PICTURES, INC.

RECEIVED

98 SEP 24 AM 11:25

DIVISION OF CORPORATION

QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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WR 9/24

CONTACT PERSON: Janice Vanderslice

**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. Cobalt Pictures, 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. Illinois 3. 36-3891453  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. June 1, 1993 5. Perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, ETC.))

7. 1000 Asturia Avenue, Coral Gables, FL 33134  
(Current mailing address)

8. commercial photography  
(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: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, 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

By:   
(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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

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

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

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

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

Director: Kenneth B. Reid

Address: 1000 Asturia Avenue

Coral Gables, Florida 33134

Director: Betsy Furman Reid

Address: 1000 Asturia Avenue

Coral Gables, Florida 33134

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Kenneth B. Reid

Address: 1000 Asturia Avenue

Coral Gables, Florida 33134

Vice President: Betsy Furman Reid

Address: 1000 Asturia Avenue

Coral Gables, Florida 33134

Secretary: Betsy Furman Reid

Address: 1000 Asturia Avenue


Coral Gables, Florida 33134

Treasurer: Asst. Secretary Judi A. Lamble

Address: 300 S. Wacker Drive, Suite 1700

Chicago, IL 60606

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

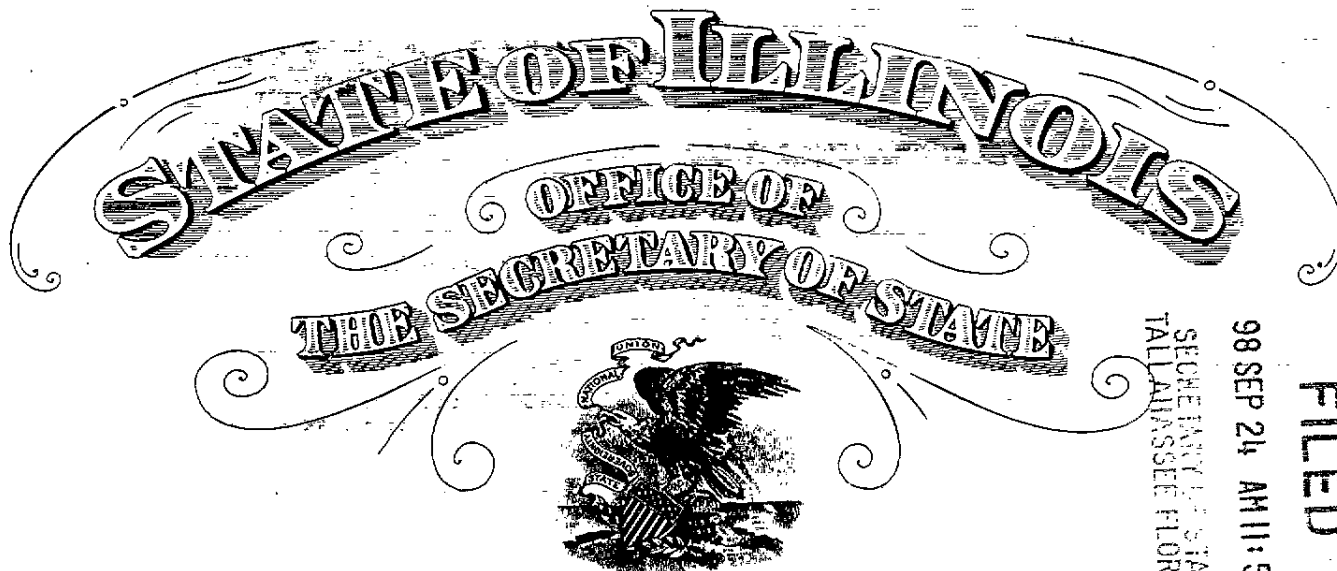
13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kenneth B. Reid BETSY FURMAN REID, VP / SECR.  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE FLORIDA

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**To all to whom these Presents Shall Come, Greeting:**

*I, George H. Ryan, Secretary of State of the State of Illinois,*  
*do hereby certify that* COBALT PICTURES, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE JUNE 1, 1993, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS\*\*\*\*\*



**In Testimony Whereof,** *I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois this* \_\_\_\_\_ *17TH*  
*day of* \_\_\_\_\_ *SEPTEMBER* *A.D., 19* *98*

*George H Ryan*  
\_\_\_\_\_  
SECRETARY OF STATE