

Document Number Only

# FD00000007039

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

400003505844--1

-12/19/00--01058--008

\*\*\*\*\*70.00 \*\*\*\*\*70.00

400003505844--1

-12/19/00--01058--008

\*\*\*\*\*17.50 \*\*\*\*\*17.50

Roxio, Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Merger

☐ Mark

☐ Other

☐ Change of P.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

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THANKS

CONNIE BRYAN

# 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. Roxio, 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  
(State or country under the law of which it is incorporated)
3. 77-0551214  
(FEI number, if applicable)
4. August 3, 2000  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. December 1, 2000  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 461 South Milpitas Boulevard  
Milpitas, California 95035  
(Current mailing address)
8. Solicitation and Negotiation Of Computer Software  
(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  
(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.

CT Corporation System

[Signature]  
(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 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: Please See Attached List

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

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

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

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

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

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

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

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**President: Please See Attached List

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. R. Elliot Carpenter, Vice President  
(Typed or printed name and capacity of person signing application)

00 DEC 19 AM 8:45  
FILED  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**Roxio, Inc.**  
**November, 2000**

<u>NAME</u>	<u>OFFICE FIELD</u>	<u>OFFICE ADDRESS</u>	<u>HOME ADDRESS</u>
William Christopher Gorog	CEO & President	Roxio, Inc. 461 South Milpitas Blvd. Milpitas, CA 95035	4211 Toluca Rd. Toluca Lake, CA 91602
Thomas Shea	Chief Operating Officer	Roxio, Inc. 461 South Milpitas Blvd. Milpitas, CA 95035	950 Eastwood Place Los Altos, CA 94024
R. Elliot Carpenter	VP Finance	Roxio, Inc. 461 South Milpitas Blvd. Milpitas, CA 95035	5820 Firestone Court San Jose, CA 95138
Katie Martin	Secretary	Wilson, Sonsini, Goodrich & Rosati 650 Page Mill Road Palo Alto, CA 94304	20 South Circle Drive Santa Cruz, CA 95060
Robert N. Stephens	Director	Adaptec, Inc. 691 South Milpitas Blvd. Milpitas, CA 95035	920 Calle Nuevo San Clemente, CA 92673

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TALLAHASSEE, FLORIDA

*State of Delaware*  
*Office of the Secretary of State*

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ROXIO, 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 THIRTEENTH DAY OF DECEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



  
\_\_\_\_\_  
Edward J. Freel, Secretary of State

3269710 8300

AUTHENTICATION: 0850646

001622938

DATE: 12-13-00