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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : INCORPORATING SERVICES FL
Account Number : I20050000052
Phone : (302) 531-0855
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TALLAHASSEE, FLORIDA

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: lgrey@bleacherreport.com

FOREIGN PROFIT/NONPROFIT CORPORATION
Bleacher Report, Inc.

Certificate of Status	0
Certified Copy	1
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MRS 5/10/12

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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. Bleacher Report, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "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.

(FEI number, if applicable)

4. October 4, 2007

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. April 12, 2012

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 153 Kearny Street, 2nd Floor, San Francisco, CA 94108

(Principal office address)

153 Kearny Street, 2nd Floor, San Francisco, CA 94108

(Current mailing address)

**8. The Company employs certain individuals in the State of Florida
to develop and market its internet site located at www.bleacherreport.com.**

(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 NOT acceptable)

Name: **NRAI Services, Inc.**

Office Address: **515 East Park Avenue**

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.

NRAI Services, Inc.

By:

Kathleen Vicars Assistant Secretary
(Registered agent's signature) **Kathleen Vicars**

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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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Brian Grey

Address: 153 Kearny Street, 2nd Floor

San Francisco, CA 94108

Director: Bryan Goldberg

Address: 153 Kearny Street, 2nd Floor

San Francisco, CA 94108

B. OFFICERS

President: David Nemetz

Address: 153 Kearny Street, 2nd Floor

San Francisco, CA 94108

Vice President: _____

Address: _____

Secretary: David Finocchio

Address: 153 Kearny Street, 2nd Floor, San Francisco, CA 94108

Treasurer: Drew Atherton

Address: 153 Kearny Street, 2nd Floor, San Francisco, CA 94108

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

13. Brian Grey
(Signature of Director or Officer listed in number 12 of the application)

14. Brian Grey, Chief Executive Officer and Board Director
(Typed or printed name and capacity of person signing application)

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Addendum to list of directors:

Director: Eric Chin

Address: 153 Kearny Street, 2nd Floor, San Francisco, CA 94108

Director: Fred Harman

Address: 153 Kearny Street, 2nd Floor, San Francisco, CA 94108

Director: Patrick Keane

Address: 153 Kearny Street, 2nd Floor, San Francisco, CA 94108

Director: Bobby Lent

Address: 153 Kearny Street, 2nd Floor, San Francisco, CA 94108

Director: Peter Moore

Address: 153 Kearny Street, 2nd Floor, San Francisco, CA 94108

Director: David Nemetz

Address: 153 Kearny Street, 2nd Floor, San Francisco, CA 94108

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TALLAHASSEE, FLORIDA

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BLEACHER REPORT, 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 NINTH DAY OF MAY, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BLEACHER REPORT, INC." WAS INCORPORATED ON THE FOURTH DAY OF OCTOBER, A.D. 2007.

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

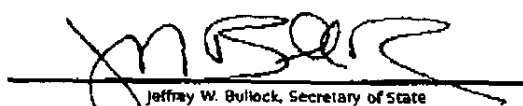
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9560215

DATE: 05-09-12