



THE UNITED STATES
CORPORATION
COMPANY

F00000001465

ACCOUNT NO. : 072100000032

REFERENCE : 620688 4392002

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 10, 2000

ORDER TIME : 1:24 PM

ORDER NO. : 620688-010

CUSTOMER NO: 4392002

CUSTOMER: Ms. Tina Chiriaco
America Online Inc.
22000 Aol Way

Dulles, VA 20166-9323

800003173978--4
-03/17/00--01047--025
*****78.75 *****78.75
800003173978--4
-03/17/00--01047--026
***2300.00 ***2300.00

FOREIGN FILINGS

NAME: COMPUSERVE INTERACTIVE
SERVICES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
XX CERTIFIED COPY

CONTACT PERSON: Tamara Odom

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 17 PM 2:19

RECEIVED
00 MAR 17 AM 10:34
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

3/17

3/17/00

**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. CompuServe Interactive Services, 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 3. 54-1881008
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 23, 1998 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. January 31, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 22000 AOL Way, Dulles, Virginia 20166
(Current mailing address)

8. Any and all legal activity as permitted by the State.
(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: 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: Anthony T. Johnson

(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)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 17 PM 2:19

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

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

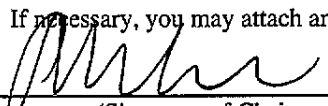
Secretary: _____

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. Sheila A. Clark, Secretary
(Typed or printed name and capacity of person signing application)

FILED
DIVISION OF CORPORATIONS
00 MAR 17 PM 2:19

**DIRECTORS AND OFFICERS OF
COMPUSERVE INTERACTIVE SERVICES, INC.**

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 17 PM 2:19

Directors:

Stephen M. Case
2200 AOL Way, Dulles, VA 20166

Lennert J. Leader
2200 AOL Way, Dulles, VA 20166

Robert W. Pittman
2200 AOL Way, Dulles, VA 20166

Mayo S. Stunt, Jr.
2200 AOL Way, Dulles, VA 20166

George Vradenburg, III
2200 AOL Way, Dulles, VA 20166

Officers:

President Audrey Weil
5000 Arlington Center Boulevard, Columbus, OH 43220

Vice President Elizabeth J. Sibbring
5000 Arlington Center Boulevard, Columbus, OH 43220

Controller and
Treasurer J. Michael Kelly
2200 AOL Way, Dulles, VA 20166

Assistant
Controller Brian N. McClain
5000 Arlington Center Boulevard, Columbus, OH 43220

Secretary Sheila A. Clark
2200 AOL Way, Dulles, VA 20166

Assistant
Secretary A. Brian Dengler
5000 Arlington Center Boulevard, Columbus, OH 43220

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COMPUSERVE INTERACTIVE SERVICES, 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 TENTH DAY OF MARCH, A.D. 2000.

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.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COMPUSERVE INTERACTIVE SERVICES, INC." WAS INCORPORATED ON THE TWENTY-THIRD DAY OF JANUARY, A.D. 1998.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MARCH 7 PM 2:19



Edward J. Freel

Edward J. Freel, Secretary of State

2843130 8300

001123391

AUTHENTICATION:

0308782

DATE:

03-10-00