

# F00000001750



ACCOUNT NO. : 072100000032

REFERENCE : 625067 4339006

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 15, 2000

ORDER TIME : 2:52 PM

ORDER NO. : 625067-005

CUSTOMER NO: 4339006

CUSTOMER: Ms. Jennifer Harper  
Bertelsmann Inc.  
1540 Broadway  
24th Floor  
New York, NY 100364098

9000003189059-4

-03/30/00--01006--003  
\*\*\*4615.00 \*\*\*4615.00

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-03/30/00--01006--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FOREIGN FILINGS

NAME: BMG SONGS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Tamara Odom

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAR 29 PM 6:25

RECEIVED  
00 MAR 29 PM 3:54  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

MP  
3/29/00

**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. BMG SONGS, 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. CA

(State or country under the law of which it is incorporated)

3. 95-3104625

(FEI number, if applicable)

4. 2/25/1977

(Date of incorporation)

5. perpetual

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

6. 1/1/1996

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o Bertelsmann, Inc., 1540 Broadway, 24th Floor

New York, NY 10036

(Current mailing address)

To engage in music publishing and any lawful act or activity for which a corporation may be organized under California General Corporation Law.

8. \_\_\_\_\_

(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: *Richard L. ...*

(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)

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DIVISION OF CORPORATIONS  
60 MAR 29 PM 6:25

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

Chairman: See attached officers/directors rider

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

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

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

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

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

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

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

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**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. Stanley H. Schneider, Secretary  
(Typed or printed name and capacity of person signing application)

## Directors, Officers Report

### BMG SONGS, INC.

Friday, March 10, 2000  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
MAR 29 PM 6:25

#### DIRECTORS

**Nicholas Firth** Director  
Primary Address: c/o BMG Entertainment  
1540 Broadway  
New York, NY 10036 USA

**LaVerne Evans** Director  
Primary Address: c/o BMG Entertainment  
1540 Broadway  
New York, NY 10036 USA

**Strauss Zelnick** Director  
Primary Address: c/o BMG Entertainment  
1540 Broadway  
New York, NY 10036 USA

#### OFFICERS

**Strauss Zelnick** Chairman of the Board  
Primary Address: c/o BMG Entertainment  
1540 Broadway  
New York, NY 10036 USA

**Nicholas Firth** President  
Primary Address: c/o BMG Entertainment  
1540 Broadway  
New York, NY 10036 USA

**Danny Strick** Senior Vice President  
Primary Address: c/o BMG Music Publishing  
8750 Wilshire Boulevard  
Beverly Hills, CA 90211-2713 USA

**Carol Lipkin** Vice President and Treasurer  
Primary Address: c/o BMG Entertainment  
1540 Broadway  
New York, NY 10036 USA

**Robert J. Sorrentino** Vice President, Taxes  
Primary Address: c/o Bertelsmann, Inc.  
1540 Broadway  
New York, NY 10036 USA

**Stanley H. Schneider** Secretary  
Primary Address: c/o BMG Entertainment  
1540 Broadway  
New York, NY 10036 USA

# State of California

## SECRETARY OF STATE

### CERTIFICATE OF STATUS DOMESTIC CORPORATION

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

That on the 25th day of February, 19 77,

BMG SONGS, 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

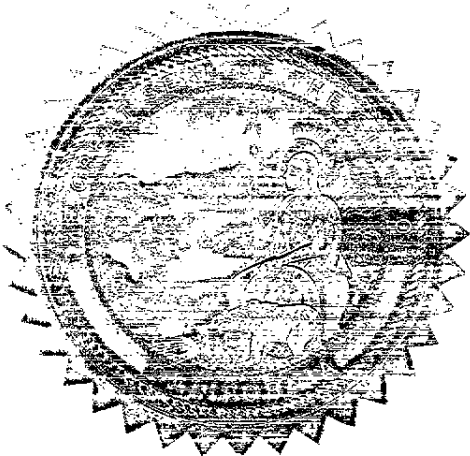
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the 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 day of

March 15, 2000.



*Bill Jones*

Secretary of State

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAR 29 PM 6:25