

F00000002988

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Ninth House, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Toni Orzano
(Name of Person)

Ninth House, Inc.
(Firm/Company)

550 15th Street
(Address)

San Francisco, CA 94103
(City/State/Zip)

100003257711-5
-05/18/00--01096--008
*****70.00 *****70.00

Should you need to call someone concerning this matter, please call:

Toni Orzano at (415) 701-2593
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Name 5/26/00
Availability Qualification/Tax Lien Section
Division of Corporations
Document 409 E. Gaines St.
Examiner Tallahassee, FL 32399

Updater Enclosed is a check for the following amount:

Updater ☒ \$70.00 Filing Fee
Verifier ☐

Acknowledgement DCC

W. P. Verifier DCC

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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00 MAY 18 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

AV-7

**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. Ninth House, 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. 94-331-6289
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/15/98 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. May 4, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 550 15th Street
San Francisco, CA 94103
(Current mailing address)

8. Sales Rep only for retail delivery of broadband media learning Network.
(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: Robert Smith

Office Address: 10134 Vista Point Dr.

Tampa, Florida, 33635-6328
(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.

[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)

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

AV-7

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

Director: Jeff Snipes

Address: 550 15th Street
San Francisco, CA 94103

Director: Peter C. Meinig

Address: 12112 Technology Blvd., Suite 100
Austin, TX 78727

Director: Anne Smalling

Address: 12112 Technology Blvd., Suite 100
Austin, TX 78727

Director: Shahan Soghikian

Address: 50 California Street, Suite 2940
San Francisco, CA 94111

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

President: Jeff Snipes

Address: 550 15th Street
San Francisco, CA 94103

Vice President: _____

Address: _____

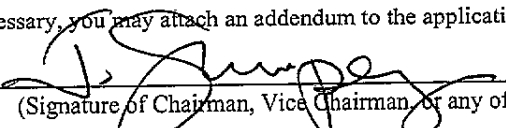
Secretary: _____

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. Jeff Snipes, President / CEO
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NINTH HOUSE, 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. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NINTH HOUSE, INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF DECEMBER, A.D. 1998.

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

FILED
00 MAY 18 PM 12:54
SECRETARY OF STATE
DELAWARE



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

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AUTHENTICATION:

0427031

DATE:

05-09-00