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FILE REQUEST

May 25, 2000



Secretary of State
Qualification/Tax Lien Section
Division of Corporations
409 E Gaines Street
Tallahassee, FL 32399

300003271093--8
-05/30/00--01137--008
*****78.75 *****78.75

W-13954

Type of Filing:	Foreign Qualification	300003271093--8
Subject:	Fox Communications Corporation	-07/25/00--01033--007 ***3450.00 ***3450.00
Form(s) Enclosed:	Application by Foreign Corporation for Authorization to Transact Business in Florida	
Supporting Document(s):	Certificate of Good Standing	
Check(s) Enclosed:	CK # 1265 - \$78.75	
Return Via:	US Mail - Envelope Enclosed	
Filing Method:	Routine	

Thank You
Jan Carpenter

Please return to: **Jan Carpenter**
Unisearch, Inc.
101 Capitol Way N., Suite 202
Olympia, WA 98501-1077
800-722-0708
Fax: 800-531-1717

FILED
JUN 27 11 3 13
TALLAHASSEE, FL

mtw
7/27



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 1, 2000

JAN CARPENTER
101 CAPITOL WAY N., STE 202
OLYMPIA, WA 98501-1077

SUBJECT: FOX COMMUNICATIONS CORPORATION
Ref. Number: W00000013954

We have received your document for FOX COMMUNICATIONS CORPORATION and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$3450.00.

Enclosed please find a copy of section 607.1501, 617.1501, or 608.502, Florida Statutes, which lists those activities that do not constitute transacting business in this state. If after reviewing this section you determine erroneous information was inserted on the application, a notarized affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501, 617.1501 or 608.502, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 400A00030891

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Fox Communications Corporation
(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:

Jan Carpenter
(Name of Person)

Unisearch, Inc.
(Firm/Company)

101 Capitol Way N, Suite 202
(Address)

Olympia, WA 98501-1077
(City/State/Zip)

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

Jan Carpenter at (360) 956-9500
(Name of Person) (Area Code & Daytime Telephone Number)

00 JUL 27 PM 9 15
RECEIVED
TALLAHASSEE
DIVISION OF CORPORATIONS

STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. Fox Communications Corporation
(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. Washington 3. 91-1434110
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 5, 1989 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. August 1997
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 13400 NE 20th, Ste 28, Bellevue, WA 98005
(Current mailing address)

8. Long distance telecommunication services.
(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: NRAI Services, Inc.
Office Address: 526 E. Park Avenue
Tallahassee, Florida, 32301
(Zip code)

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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.

Tina Leland (Registered agent's signature) Assistant Secretary for NRAI Services, Inc.

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 addendum.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Please see attached addendum.

Address: _____

Vice President: _____

Address: _____

Secretary: _____

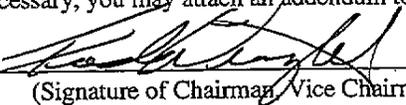
Address: _____

Treasurer: _____

Address: _____

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MILWAUKEE, WIS.

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. Fred Wright, president
(Typed or printed name and capacity of person signing application)

ADDENDUM
OF
FOX COMMUNICATIONS CORPORATION

CORPORATE OFFICERS:

President	Fred Wright	13400 NE 20th Suite 28 Bellevue, WA 98005
Vice President	Lonnie Benson	13400 NE 20th Suite 28 Bellevue, WA 98005
Secretary	Lonnie Benson	13400 NE 20th Suite 28 Bellevue, WA 98005
Treasurer	Lonnie Benson	13400 NE 20th Suite 28 Bellevue, WA 98005

DIRECTORS:

Director	Lonnie Benson	13400 NE 20th Suite 28 Bellevue, WA 98005
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5111511

STATE of WASHINGTON



SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal,

hereby issue this

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

FOX COMMUNICATIONS CORPORATION

I FURTHER CERTIFY that the records on file in this office show that the above named profit corporation was formed under the laws of the State of Washington and was issued a Certificate of Incorporation in Washington on January 5, 1989.

I FURTHER CERTIFY that as of the date of this certificate, no Articles of Dissolution have been filed, and that the corporation is duly authorized to transact business in the corporate form in the State of Washington.

FILED
00 JUL 27 PM 9:15
STATE OF WASHINGTON
TALLMAN SECRETARIAT



Date: May 22, 2000

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

SBE
Ralph Munro, Secretary of State