

Document Number Only

F00000006872

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

000003497650--6
-12/12/00--01092--012
*****70.00 *****70.00

AOL Time Warner Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

☐ Will Wait

☐ Merge

☐ Mark

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ After 4:30

☒ Pick Up

Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

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CONNIE BRYAN

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STATE
TALLAHASSEE, FLORIDA

12/12

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TO: [unclear]
FROM: [unclear]
DATE: 12/12/00
TIME: 11:50 AM
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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. AOL TIME WARNER INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION"
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

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

3. Applied For

(FBI number, if applicable)

4. February 4, 2000

(Date of incorporation)

5. Perpetual

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

6. N/A

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

7. 75 Rockefeller Plaza

New York, NY 10019

(Current mailing address)

8. Internet powered media and communications

(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(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.*

C T Corporation System

(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)

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

Chairman: Christopher P. Bogart

Address: 75 Rockefeller Plaza
New York, NY 10019

Vice Chairman: Richard J. Bressler

Address: 75 Rockefeller Plaza
New York, NY 10019

Director: Paul T. Cappuccio

Address: 22000 AOL Way
Dulles, VA 20166

Director: J. Michael Kelly

Address: 22000 AOL Way
Dulles, VA 20166

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

President: Gerald M. Levin

Address: 75 Rockefeller Plaza
New York, NY 10019

Vice President: Christopher P. Bogart

Address: 75 Rockefeller Plaza
New York, NY 10019

Asst.

Secretary: Thomas W. McEnerney

Address: 75 Rockefeller Plaza
New York, NY 10019

Treasurer: J. Michael Kelly

Address: 22000 AOL Way
Dulles, VA 20166

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

13. Thomas W. McEnerney
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas W. McEnerney, Vice President & Assistant Secretary
(Typed or printed name and capacity of person signing application)

FILED
DEC 12 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

List of Officers

Gerald M. Levin
75 Rockefeller Plaza
New York, NY 10019

Chief Executive Officer

J. Michael Kelly
22000 AOL Way
Dulles, VA 20166

Executive Vice President & Chief
Financial Officer

Christopher P. Bogart
75 Rockefeller Plaza
New York, NY 10019

Vice President & Assistant Secretary

Paul T. Cappuccio
22000 AOL Way
Dulles, VA 20166

Vice President & Assistant Secretary

James F. MacGuidwin
22000 AOL Way
Dulles, VA 20166

Vice President & Assistant Secretary

Thomas W. McEnerney
75 Rockefeller Plaza
New York, NY 10019

Vice President & Assistant Secretary

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AOL TIME WARNER 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 SIXTH DAY OF DECEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

3171270 8300

AUTHENTICATION: 0836590

001610763

DATE: 12-06-00