



THE UNITED STATES  
CORPORATION  
COMPANY

# FOI 000000418

ACCOUNT NO. : 072100000032

REFERENCE : 959340 7136747

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED  
01 JAN 23 PM 5:15  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ORDER DATE : January 9, 2001

ORDER TIME : 2:21 PM

ORDER NO. : 959340-030

700003568567--9

CUSTOMER NO: 7136747

CUSTOMER: Joan Taylor, Legal Asst  
Philips Electronics North  
1251 Avenue Of The Americas ...

New York, NY 10020

FOREIGN FILINGS

NAME: PHILIPS BROADCAST US NSO, INC.

XXXX QUALIFICATION (TYPE: CO)

(6) 5/11

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

1/23

CONTACT PERSON: Tamara Odom -- EXT# 1104

EXAMINER: \_\_\_\_\_

RECEIVED  
01 JAN 23 PM 3:15  
DIVISION OF CORPORATION

6p

**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. Philips Broadcast US NSO, 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. 13-4145667  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 29, 2000 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)  
1251 Avenue of the Americas  
7. New York, NY 10020  
(Principal office address)  
1251 Ave. of the Americas, 19 FL, New York, NY 10029  
(Current mailing address)  
See Attached Rider 1
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  
(City) (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: \_\_\_\_\_

(Registered agent's signature)

John Pelletier, Assistant Vice President

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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

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

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

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

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

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

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

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

B. OFFICERS

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. Warren T. Oates, Jr., Secretary  
(Typed or printed name and capacity of person signing application)

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01 JAN 23 PM 3:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**RIDER 1**

FL-Application by Foreign Corporation for Authorization

Philips Broadcast US, Inc.

Distribute and service routers, cameras, film imaging equipment and signal processing equipment into the North American broadcast and studio markets. To engage in any act or activity for which corporations may be organized.

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TALLAHASSEE, FLORIDA

## **Directors, Officers Report**

### **Philips Broadcast US NSO, Inc.**

#### **DIRECTORS**

**Belinda W. Chew** **Director**  
Primary Address: 1251 Avenue of the Americas  
New York, NY 10020-1104 USA

**Martha Lee** **Director**  
Primary Address: 1251 Avenue of the Americas  
New York, NY 10020-1104 USA

**Warren T. Oates, Jr.** **Director**  
Primary Address: 1251 Avenue of the Americas  
New York, NY 10020-1104 USA

#### **OFFICERS**

**Martha Lee** **President**  
Primary Address: 1251 Avenue of the Americas  
New York, NY 10020-1104 USA

**Belinda W. Chew** **Vice President**  
Primary Address: 1251 Avenue of the Americas  
New York, NY 10020-1104 USA

**Paul S. Friedlander** **Vice President**  
Primary Address: 1251 Avenue of the Americas  
New York, NY 10020-1104 USA

**Warren T. Oates, Jr.** **Secretary**  
Primary Address: 1251 Avenue of the Americas  
New York, NY 10020-1104 USA

Jan 8, 2001  
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*State of Delaware*  
*Office of the Secretary of State*

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PHILIPS BROADCAST US NSO, 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 JANUARY, A.D. 2001.

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

FILED  
01 JAN 23 PM 5:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*

Secretary of State

3321702 8300

AUTHENTICATION: 0907027

010014955

DATE: 01-10-01