AUTHORIZATION

COST LIMIT \$ 78.75

ORDER DATE: October 16, 2001

ORDER TIME : 9:47 AM

ORDER NO. : 969965-005

800004647358---5

CUSTOMER NO: 5165790

CUSTOMER: Ms. Sharon Huddle

Pegasus Communications

Suite 200

225 City Line Avenue Bala Cynwyd, PA 19004

NAME:

PEGASUS SATELLITE TELEVISION.

INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER:

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.

| 2. | inguage as will clearly indicate that it is a corporation instead of a | | | | | | e name at p | resent.) |
|------|--|---------------|----------------|--------------------|------------------------|----------------------------|----------------|----------|
| | (State or country under the law of which it is incorporated) | -i | | /E | 51- <u>03</u> | /7962 if applicable) | | |
| 4. | | | | | | | | |
| т. | 10/8/1996 (Date of Incorporation) | . 5 | - | سور . سور . | PERPE | ΤΠΔΙ | | |
| | (Date of Incorporation) | | (Durat | ion: Year c | orp. will ce | ase to exist o | r "nernetus | 127 |
| 6. | UPON QUALIFICATION | | | | • | | . perpetua | 1) |
| • | (Date first transacted business in Florida. If corporation has | not trans | sacted by | inogg in Pi | | <u> </u> | | |
| | (SEE SECTIONS 607.150 | 1, 607.15 | 02 and 81 | mess in Fi | orida, inser | t "upon quali | fication.") | |
| 7. | | | | , 110 | •) | | | |
| • | 225 CITY AVENUE, SUITE 200, BALA CYNWYD, P. | <u>A 1900</u> | 4 | | · | | | |
| | (Principal | office add | lress) | | | 70 | o | |
| _ | 225 CITY AVENUE, SUITE 200, BALA CYNWYD, PA | A 1900 |)4 | | | | | |
| | (Current ma | ailing add | lress) | | <u> </u> | - 눌큐! - | 8 - | |
| | | | • | | | - | | |
| | | | | | | SE | 22 | r |
| 3 | PROVIDER OF DIRECT TO HOME SATELLITE BR | OADCA | ST TV | SEDVIC | Ee | ini eg | | • |
| | (Purpose(s) of corporation authorized in home state | e or coun | try to be | carried out | in the ctete | of Fig. 1973 | <u> </u> | <u> </u> |
| N | ame and street address . sr | | y 10 00 | •••••••••••• | m the state | OI PORTO | Ü | |
| | ame and <u>street address of</u> Florida registered agent: (F | O. Box | or Mai | l Drop B | ox NOT | accepte hie | | |
| | | | | _ | | | ·, (CDD) | |
| | Name: CORPORATION SERVICE COMPANY | 5 | | <u></u> | | | - | |
| ¥iaa | A damana and a second | | | | . — | | | |
| nce | Address: 1201 HAYS STREET | geragilis. | , | ~a | I | | | |
| | | - | | - | V.4. 324 | | | |
| | TALLAHASSEE (City) | - Florid | a 333 1 | na | | | | |
| | (City) | , 4,10110 | " <u> </u> | Zip Code) | | | | |
| DΔ | rictored agently | | \- | 5.p 00 00) | | | | |
| IXC; | gistered agent's acceptance: | | | | | | | |
| ving | been named as registered agent and to accept service tted in this application, I hereby accept the appointme | of proc | cess for | the abov | e stated a | oun onation | 47 | |
| igna | tted in this application, I hereby accept the appointme agree to comply with the provisions of all statutes vol | nt as re | gistered | l agent a | e siuieu c nd aavoo | orporation to mot in Al | at the pi | ace |
| | agree to comply with the provisions of all statutes related and I am familiar with and accept the obligations of n | ative to | the pro | nor and | ou ugree. Pomploto | o act in in | is capacii | ty. I |
| tner | | | | ver unu i | ombieie . | Derrorman. | co of mi | |

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.

(Registered agent's signature)

ACALIER OF A CO.

| A. DIR | ECTORS | | | | | | | |
|--------------|--|-----------------------------------|----------------|------------------|-----------------------|---------------|-------------|------------------|
| Chairma | | | | | | | | |
| Address: | | | | | <u> </u> | * | ## · ## | # |
| z radii css. | 38007 | | - | | | | <u></u> | <u> </u> |
| | <u> </u> | | | | | 138 - | • | |
| | irman: | | | <u> </u> | | | | |
| Address: | | | | · | | SSE | 22 F | |
| | | - <u>p</u> =5-1 | | | | FS | 圣 O | |
| Director: | MARSHALL W. PAGON | _ | | | | OR FI | <u>~</u> | |
| Address: | 225 CITY AVENUE, SUITE 200, BAL | | 10004 | | | | <u>_</u> CO | • |
| | | | | | <u> </u> | | ± | <u>, , _ (</u> . |
| Director: | - Company - Comp | | | | | : | | ` . |
| Address: | | | | | ***** **** **** | | <u> </u> | |
| Address: | <u> </u> | | · | - w | | ~ | | <u> </u> |
| | · | | | <u>:</u> | Tabel. | | 4 | |
| B. OFFI | CERS | | | | | | | |
| President: | MARSHALL W. PAGON | | | . . . | | | | 7.0 |
| Address: | 225 CITY AVENUE, SUITE 200, BALA | CYNWYD, PA | 19004 | | - | | | |
| | | | | | | <u> </u> | <u> </u> | |
| Vice Presid | ent: HOWARD E. VERLIN | | | | | | | |
| | 225 CITY AVENUE, SUITE 200, BALA | CVARIATE DA | | <u> </u> | <u>==:</u> | | · <u> </u> | <u> </u> |
| | ELOCI, SOITE 200, BALA | CYNWYD, PA | 19004 | | · <u>=</u> 4 | <u>.</u> | | ₩ <u>+</u> - |
| - - | 25 | | <u></u> | | 7 7# COM | · | . = | |
| | TED S. LODGE | <u> </u> | | | <u> </u> | ·.: | 51 × 1 | 1 1= |
| Address: _ | 225 CITY AVENUE, SUITE 200, BALA | CYNWYD, PA | 19004 | | <u> </u> | | | · - · <u>*</u> |
| - | | | <u> </u> | <u> </u> | = | | | J. 1 |
| Treasurer: _ | KASIN SMITH | | .r | 12.1 | • | | | |
| Address: _ | 225 CITY AVENUE, SUITE 200, BALA | CYNWYD, PA 1 | 9004 | | <u>x</u> | , | | |
| | | | | | <u> </u> | | <u> </u> | <u>==</u> |
| | | | | | | | | |
| NOTE: If | necessary, you may attach an addendum | to the application | listing ac | lditional o | fficers and | l/or directo | rs. | |
| .3 | | | | - = | | | | <u> </u> |
| 4 TED O | (Signature of Chairman, Vice Cha | irman, or any officer | listed in m | umber 12 of | the applica | tion) | | |
| <u></u> | S. LODGE, EXECUTIVE VICE PRESID | ENT, SECRETA me and capacity of p | <u>RY, CÀO</u> | AND GE | NERAL C | OUNSEL | | |

State of Delaware Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PEGASUS SATELLITE TELEVISION, 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 SIXTEENTH DAY OF OCTOBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

O1 OCT 22 PM 2: 18
SECREMARY OF STATE
MULLAHASSEE, FLORIDA



Warriet Smith Windson, Secretary of State

AUTHENTICATION: 1393343

DATE: 10-16-01

2671549 8300

010514875