

for200000 2409

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NORTHERN ENTERTAINMENT PRODUCTIONS, 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:

Thomas A. Gabriele/Elizabeth A. Newell

(Name of Person)

National Broadcasting Company, Inc.

000005492870-0
05/08/02-01072-005

30 Rockefeller Plaza - Rm 1080E

*****87.50 *****87.50

(Address)

New York, NY 10112

(City/State and Zip code)

For further information concerning this matter, please call:

Thomas A. Gabriele/
Elizabeth A. Newell

at (212) 664-2690

(Name of Person)

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

02 MAY - 8 AM 12: 03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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. NORTHERN ENTERTAINMENT PRODUCTIONS, 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

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

3. 13-3550624

(FEI number, if applicable)

4. NOVEMBER 15, 1989

(Date of incorporation)

5. PERPETUAL

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

6. UPON QUALIFICATION

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

7. 30 ROCKEFELLER PALZA, NEW YORK, NY 10112 (c/o NBC LEGAL DEPARTMENT - 1080E)

SAME

(Current mailing address)

8. ENGAGES IN FILM PRODUCTION

(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

Jennifer L. Morgan, Asst Secy.
(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)

02 MAY - 8 AM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Gerard DiCanio

3000 West Alameda Avenue

Address: _____
Burbank, CA 91523

Director: Gerard Petry

3000 West Alameda Avenue

Address: _____
Burbank, CA 91523

B. OFFICERS

President: Gerard Petry

3000 West Alameda Avenue

Address: _____
Burbank, CA 91523

Vice President: Gerard DiCanio

3000 West Alameda Avenue

Address: _____
Burbank, CA 91523

Secretary: Andrea Rose Hartman

3000 West Alameda Avenue, Burbank, CA 91523

Address: _____

Treasurer: Mark Vachon

30 Rockefeller Plaza, New York, NY 10112

Address: _____

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

13. Elizabeth A. Newell

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Elizabeth A. Newell, Assistant Secretary

(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Northern Entertainment Productions Inc.

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

Directors

Director: Mark Vachon
Address: 30 Rockefeller Plaza
New York, NY 10112

Officers

Assistant Treasurer: Brian O'Leary
Address: 30 Rockefeller Plaza
New York, NY 10112

Assistant Secretary: Elizabeth A. Newell
Address: 30 Rockefeller Plaza
New York, NY 10112

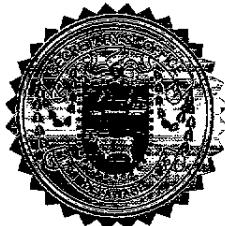
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TALLAHASSEE, FLORIDA

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NORTHERN ENTERTAINMENT PRODUCTIONS, 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 TWENTY-SIXTH DAY OF APRIL, A.D. 2002.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State