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ACCOUNT NO. : 072100000032

REFERENCE : 609260 4327615

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED
02 JUN -5 PM 12:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : June 4, 2002

ORDER TIME : 10:53 AM

ORDER NO. : 609260-005

CUSTOMER NO: 4327615

300005692653--5

CUSTOMER: Ms. Mary Alice Rogers
Ballard Spahr Andrews &
1735 Market Str., 51st Floor

Philadelphia, PA 19103-7599

FOREIGN FILINGS

NAME: VENUE 1, INC.

BK

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea EXT# 1114

EXAMINER: _____

RECEIVED
02 JUN -5 PM 12:16
TALLAHASSEE, FLORIDA

**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.*

FILED
JUN 18 PM 12:36
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. Venue 1, 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. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. May 7, 2002 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.)

7. 489 Devon Park Drive, Wayne, PA 19087
(Principal office address)
489 Devon Park Drive, Wayne, PA 19087
(Current mailing address)

8. Technology solutions for sports facilities.
(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 Brian Courtney
Asst. V. Pres.
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: None

Address: _____

Vice Chairman: None

Address: _____

Director: Stephen E. Flynn

Address: 489 Devon Park Drive

Wayne, PA 19087

Director: _____

Address: _____

B. OFFICERS

President: Stephen E. Flynn

Address: 489 Devon Park Drive

Wayne, PA 19087

Vice President: None

Address: _____

Secretary: Stephen E. Flynn

Address: 489 Devon Park Drive, Wayne, PA 19087

Treasurer: Stephen E. Flynn

Address: 489 Devon Park Drive, Wayne, PA 19087

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. Stephen E. Flynn, President, Secretary and Treasurer

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

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TALLAHASSEE, FLORIDA

Delaware

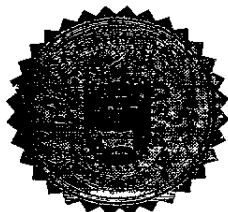
The First State

PAGE 1
JUN 5 PM 12:33
DELAWARE SECRETARY OF STATE

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VENUE 1, 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 FOURTH DAY OF JUNE, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VENUE 1, INC." WAS INCORPORATED ON THE SEVENTH DAY OF MAY, A.D. 2002.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3521049 8300

AUTHENTICATION: 1812395

020357968

DATE: 06-04-02