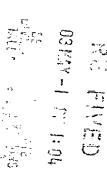
# F03 0000002187

(Requestor's Name)				
(Address)				
(Address)				
(City/State/Zip/Phone #)				
PICK-UP WAIT	MAIL			
(Business Entity Nam	e)			
(Document Number)				
Certified Copies Certificates of Status				
Special Instructions to Filing Officer:				
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Office Use Only



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13-218 ALAMASSEE FLORIDA

3 MAY -1 PM 1:51

FILED



ACCOUNT NO. : 072100000032

REFERENCE : 07051 358333

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: April 30, 2003

ORDER TIME: 11:48 AM

ORDER NO. : 076251-005

CUSTOMER NO: 7258333

CUSTOMER: Mr. Miguel Holling

Ascent Media Group, Inc.

5th Floor 520 Broadway

Santa Monica, CA 90401

#### FOREIGN FILINGS

NAME: A.F. TRANSFER, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER:

JUSTRAT - I PM 1:51

FILED

## 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.

Delaware		_3,	04-3752838	
(State or country	y under the law of which it is incorporated)		(FEI number, if applicable)	
. April 14, 2003		5.	Perpetual	_
(Da	te of incorporation)		(Duration: Year corp. will cease to exist or "perpetual")	)
. Upon Qualific				_
(Date first trans			transacted business in Florida, insert "upon qualification. 607.1502 and 817.155, F.S.)	")
520 Broadwa	y, 5th Floor, Santa Monica, CA 90401		<u> </u>	
	(Principal office	addı	ress)	
520 Broadwa	y, 5th Floor Santa Monica, CA 90401			
	(Current mailing	addr	ress)	9
			in the second se	)3 HAY <sub>1</sub> 1
. Broadcast Se				
<del>-</del>	(s) of corporation authorized in home state o		ليباءز	
. Name and <u>st</u>	<u>reet address</u> of Florida registered age	nt:	(P.O. Box or Mail Drop Box NOT acceptable)	P
Name:	Corporation Service Company			P# -: 5
NCC 4.11	1201 House Street		TIDA.	<u> </u>
Diffice Address:	1201 Hays Street		<del></del>	
	Tallahassee		, Florida 32301	
	(City)		(Zip code)	

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.

By:

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: William R. Fitzgerald	
Address: 520 Broadway, 5th Floor	<del> </del>
Santa Monica, CA 90401	
Vice Chairman:	
Address:	
	_·
Director: Robert R. Bennett	<u></u>
Address: 520 Broadway, 5th Floor	
Santa Monica, CA 90401	
Director: William R. Fitzgerald	
Address: 520 Broadway, 5th Floor	
Santa Monica, CA 90401	03
B. OFFICERS	MAY
President: William R. Fitzgerald	
Address: 520 Broadway, 5th Floor	
Santa Monica, CA 90401	088E 5
Vice President: Jay Singh	3%
Address: 520 Broadway, 5th Floor	
Santa Monica, CA 90401	
Secretary: William E. Niles	
Address: 520 Broadway, 5th Floor, Santa Monica, CA 90401	
Treasurer: George C. Platisa	
Address: 520 Broadway, 5th Floor, Santa Monica, CA 90401	
Address.	
NOTE: If necessary, you may attach an addendum to the application listing additional office	rs and/or directors.
13	·
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of	the application)
14. William E. Niles, Secretary  (Typed or printed name and canacity of person signing application)	

# Delaware

PAGE 1

### The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "A.F. TRANSFER, 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-NINTH DAY OF APRIL, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "A.F.

TRANSFER, INC." WAS INCORPORATED ON THE FOURTEENTH DAY OF APRIL,

A.D. 2003.

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

Darriet Smith Windson, Secretary of State

AUTHENTICATION: 2388229

DATE: 04-29-03

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