

DEC-03-2004 16:17  
Division of Corporations

CT CORPORATION

FOY0000006844

Florida Department of State  
Division of Corporations  
Public Access System

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000239090 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 205-0383

From:

Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
Phone : (850) 222-1092  
Fax Number : (850) 222-9428

RECEIVED

04 DEC -3 PM 4:20

DIVISION OF CORPORATIONS

FOREIGN PROFIT QUALIFICATION

Sibelius USA, Inc.

Certificate of Status	1
Certified Copy	0
Page Count	98 4
Estimated Charge	\$78.75

AL

Electronic Filing Menu

Corporate Filing

Public Access Help

**FILED****APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA**

2004 DEC -3 A 11:01

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, SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Sibelius USA, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"  
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

N/A

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

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

3. 68-0437563

(FEI number, if applicable)

4. August 23, 1999

(Date of incorporation)

5. Perpetual

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

6. Applicant will begin transacting business in Florida after registration.

(Date first transacted business in Florida, if prior to registration)

(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1407 Oakland Boulevard, Suite 103, Walnut Creek, California 94596

(Principal office address)

Same as above

(Current mailing address)

8. Distribution, sale and licensing of music-related computer software

(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 NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(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.

CT Corporation System

By: Tara C. Cofer

(Registered agent's signature)

TARA C. COFER

REGISTERED SECRETARY

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:

FILED

**A. DIRECTORS**Chairman: Jeremy Silver

2004 DEC -3 A 11: 01

Address: 20-22 City North, Fonthill Road, London N4 3HN, United Kingdom  
TALLAHASSEE, FLORIDAVice Chairman: None

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

Director: Adam BrownAddress: 20-22 City North, Fonthill Road, London N4 3HN, United KingdomDirector: William ReillyAddress: 1407 Oakland Boulevard, Suite 103, Walnut Creek, CA 94596**B. OFFICERS**President: William ReillyAddress: 1407 Oakland Boulevard, Suite 103, Walnut Creek, CA 94596Vice President: None

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

Secretary: Jeffrey DemmaAddress: 1407 Oakland Boulevard, Suite 103, Walnut Creek, CA 94596Treasurer: Jeffrey DemmaAddress: 1407 Oakland Boulevard, Suite 103, Walnut Creek, CA 94596

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

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. William Reilly, President

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

# Delaware

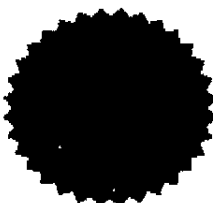
PAGE 1

## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SIBELIUS USA, 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 SECOND DAY OF DECEMBER, A.D. 2004.

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.



3086597 8300

040868076

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3515375

DATE: 12-02-04

TOTAL P.04