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Florida Department of State  
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To:

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

From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850)521-1000  
Fax Number : (850)558-1375

**FOREIGN PROFIT QUALIFICATION**

**OPEN DOOR PRODUCTIONS INC**

Certificate of Status	0
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TALLAHASSEE, FLORIDA

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# 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. Open Door Productions Inc.

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

(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. 20-2186451

(FEI number, if applicable)

4. 01/05/2005

(Date of incorporation)

5. perpetual

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

## 6. \_\_\_\_\_

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808

(Principal office address)

c/o Viacom Inc., 1515 Broadway, New York, New York 10036

(Current mailing address)

8. Production services

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(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

By: Deborah D. Skipper  
(Registered agent's signature)

Deborah D. Skipper  
Asst. V. Pres.

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:

H05000017630 3

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**A. DIRECTORS****DIRECTOR** Michael D. Fricklas  
Chairman:Address: c/o Viacom Inc., 1515 Broadway, New York, New York 10036

Vice Chairman:

Address:

Director: Robert G. FreedlineAddress: c/o Viacom Inc., 1515 Broadway, New York, New York 10036Director: Susan C. GordonAddress: c/o Viacom Inc., 1515 Broadway, New York, New York 10036**B. OFFICERS**President: TBD

Address:

Vice President: Jane R. FuerstAddress: c/o Viacom Inc., 1515 Broadway, New York, New York 10036Secretary: Michael D. FricklasAddress: c/o Viacom Inc., 1515 Broadway, New York, New York 10036Treasurer: Robert G. FreedlineAddress: c/o Viacom Inc., 1515 Broadway, New York, New York 10036

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

13. Jane R. Fuerst  
(Signature of Director or Officer listed in number 12 of the application)14. Jane R. Fuerst, Vice President & Asst. Secy.  
(Typed or printed name and capacity of person signing application)FILED  
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PAGE 1

*Delaware*

*The First State*

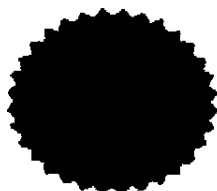
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OPEN DOOR PRODUCTIONS INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF JANUARY, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "OPEN DOOR PRODUCTIONS INC." WAS INCORPORATED ON THE FIFTH DAY OF JANUARY, A.D. 2005.

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

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*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3632385

DATE: 01-21-05  
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