

F05000004577

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

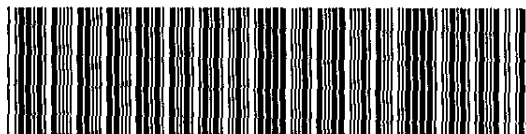
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

BK

Office Use Only



500058173535

FILED

05 AUG -8 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

05 AUG -8 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

FILED
05 AUG - 8 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 522580 7228996
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 70.00

ORDER DATE : August 3, 2005

ORDER TIME : 10:30 AM

ORDER NO. : 522580-025

CUSTOMER NO: 7228996

CUSTOMER: Ms Venetia Lewis
Sony Pictures Entertainment
Sony Pictures Plaza
10202 West Washington Boulevar
Culver City, CA 90232-3195

FOREIGN FILINGS

NAME: SPHE SCAN BASED TRADING
CORPORATION

XXXX QUALIFICATION (TYPE: CQ)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 2915

EXAMINER: _____

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
05 AUG 08 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. SPHE Scan Based Trading Corporation

(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. 20-3229788

(FEI number, if applicable)

4. July 28, 2005

(Date of incorporation)

5. Perpetual

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

6. N/A

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

7. 10202 West Washington Boulevard, Culver City, California 90232

(Principal office address)

10202 West Washington Blvd., SPP #1132, Culver City, California 90232

(Current mailing address)

8. Sales of DVD's and Videos

(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: The Prentice-Hall Corporation System, Inc.

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.

The Prentice-Hall Corporation System, Inc.

By:

Lynette Coleman
(Registered agent's signature)

Lynette Coleman
as its agent

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: See Exhibit A attached hereto and incorporated herein by this reference.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Exhibit A attached hereto and incorporated herein by this reference.

Address: _____

Vice President: _____

Address: _____

Secretary: _____

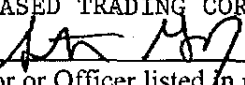
Address: _____

Treasurer: _____

Address: _____

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

SPHE SCAN BASED TRADING CORPORATION

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. By: Steven Gofman Its: Assistant Secretary
(Typed or printed name and capacity of person signing application)

EXHIBIT A
SPHE SCAN BASED TRADING CORPORATION
FLORIDA APPLICATION FOR AUTHORITY TO TRANSACT BUSINESS

Officers

<u>Title</u>	<u>Name</u>	<u>Address</u>
President and		
Chief Executive Officer	Benjamin S. Feingold	10202 W. Washington Blvd., Culver City, CA 90232
Senior Executive Vice President	Robin Russell	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President and		
Chief Administrative Officer	Beth Berke	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President, General Counsel and		
Secretary	Leah Weil	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President and		
Chief Financial Officer	David C. Hendler	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President, Legal Affairs, and		
Assistant Secretary	Cori D. Berg	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President, Litigation, and		
Assistant Secretary	Leonard D. Venger	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President, Music Bus Affs, &		
Assistant Secretary	Shelly Bunge	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President	Robert Houseal	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President and		
Assistant Secretary	Dennis R. Nollette	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President and		
Chief Accounting Officer	Charles Falcetti	10202 W. Washington Blvd., Culver City, CA 90232
Senior VP & Treasurer	Simon R. Baker	10202 W. Washington Blvd., Culver City, CA 90232
Senior VP, Corporate Finance	Mark Rudolph	10202 W. Washington Blvd., Culver City, CA 90232
Vice President	Karen L. Halby	555 Madison Avenue, New York, NY 10022
Assistant Secretary	Vicki R. Solmon	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Stephanie H. Roth	555 Madison Avenue, New York, NY 10022
Assistant Secretary	Joseph Chianese	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Steven Gofman	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Timothy Boehm	555 Madison Avenue, New York, NY 10022
Assistant Treasurer	Lynne R. Shulim	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Treasurer -		
Risk Management	Janel Clausen	10202 W. Washington Blvd., Culver City, CA 90232

DIRECTORS:

<u>Name</u>	<u>Address</u>
Beth Berke	10202 W. Washington Blvd., Culver City, CA 90232
Cori D. Berg	10202 W. Washington Blvd., Culver City, CA 90232
Leah Weil	10202 W. Washington Blvd., Culver City, CA 90232