

Sep 26  
DIVISION

31a  
Corporations

Florida Research & Filing Services, Inc.

5-942-6446

Page 1 of 1

**F088000004224**

Florida Department of State  
Division of Corporations  
Public Access System

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.

(((H08000224059 3)))



H080002240593ABC/

**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)617-6381

From:

Account Name : Florida Research & Filing Services, Inc.  
Account Number : I20030000083  
Phone : (850)656-6446  
Fax Number : (850)942-6446

DIVISION OF CORPORATION

08 SEP 26 PM 2:12

RECEIVED

**FOREIGN PROFIT/NONPROFIT CORPORATION**

**HSN HOLDING CORP.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing Menu

<https://efile.sunbiz.org/scripts/efilcovr.exe>

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 SEP 26 A 11:19

FILED

9/26/2008

80-62-6  
DM

H08000224059

**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. HSN Holding Corp.  
(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 3. 26-3109261  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 8/4/08 5. Perpetual  
(Date of incorporation) (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. 1 HSN Drive, St. Petersburg, FL 33729  
(Principal office address)

1 HSN Drive, St. Petersburg, FL 33729  
(Current mailing address)

8. Any lawful act or activity for which a corporation may be organized.  
(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: NRAI Services, Inc.  
Office Address: 2731 Executive Park Dr., Ste 4  
Weston, Florida 33331  
(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.*

NRAI Services, Inc.

M. Erickson

(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.

H08000224059

FILED  
2008 SEP 26 A 11:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H08000224059

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Thomas McInerney  
 Address: 555 West 18th Street  
New York, NY 10011

Vice Chairman: Gregory Blatt  
 Address: 555 West 18th Street  
New York, NY 10011

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

B. OFFICERS

President: Mindy Grossman, Chief Executive Officer  
 Address: 1 HSN Drive  
St. Petersburg, FL 33729

Vice President: Michael Attinella, Sr. Vice President, Corporate Controller and Asst. Treasurer  
 Address: 1 HSN Drive  
St. Petersburg, FL 33729

Secretary: James P. Warner, EVP, General Counsel and Secretary  
 Address: 1 HSN Drive, St. Petersburg, FL 33729

Treasurer: Judy Schmeling, EVP, Chief Financial Officer and Treasurer  
 Address: 1 HSN Drive, St. Petersburg, FL 33729

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. James P. Warner, EVP, General Counsel and Secretary  
 (Typed or printed name and capacity of person signing application)

H08000224059

# Delaware

PAGE H08000224059

## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HSN HOLDING CORP." 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-SIXTH DAY OF SEPTEMBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HSN HOLDING CORP." WAS INCORPORATED ON THE FOURTH DAY OF AUGUST, A.D. 2008.

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

FILED  
2008 SEP 26 A.M. 19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

4583468 8300

080989738



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 6877568

DATE: 09-26-08  
H08000224059