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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : C T CORPORATION SYSTEM
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2009 SEP 21 P. 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

Napster, Inc.

Certificate of Status	0
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SEP 22 2009

D. A. WHITE 9/21/2009

**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. Napster, Inc.

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

Napster of California, Inc.

(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. 77-0551214

(FEI number, if applicable)

4. 08/03/2000

(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. 7601 Penn Ave South, Richfield, MN 55423

(Principal office address)

same

(Current mailing address)

8. Internet Digital Media

(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: C T 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.

C T Corporation System

By: _____

(Registered agent's signature)

Jeanne Nelson
Assistant 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.

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

A. DIRECTORS

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Chairman: SEE ATTACHMENT

Address: _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT

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.

13. _____

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

14. Joseph M. Joyce, Senior VP & Secretary, Vice President

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

Napster, Inc. Officers and Directors

Address for all is 7601 Penn Ave South, Richfield, MN 55423

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<u>Dunn, Brian J.</u>	Director	Director
<u>Muehlbauer, James L.</u>	Director	Director
<u>Hartman, Todd G.</u>	Assistant Secretary	Officer
<u>Lentini, Lisa Beth</u>	Assistant Secretary	Officer
<u>Kirby, Paul</u>	Assistant Treasurer	Officer
<u>Soros, William C.</u>	Chairman & CEO - Napster	Officer
<u>Dunn, Brian J.</u>	Chief Executive Officer	Officer
<u>Muehlbauer, James L.</u>	Chief Financial Officer	Officer
<u>Robinson, Ryan D.</u>	Chief Financial Officer - US & Treasurer	Officer
<u>Colvin, Suzanne M.</u>	Controller, VP - Finance & Information Chief Financial Officer - Napster	Officer
<u>Pershing, John</u>	Executive Vice President - Human Capital	Officer
<u>Williams, Mark</u>	President, Financial Services	Officer
<u>Joyce, Joseph M.</u>	Senior Vice President & Secretary	Officer

Atkins, Aileen D.

VP - Legal

Officer

Affairs

General

Counsel

Master B

Assistant

Secretary

Grafton, Susan S.

VP -

Officer

Controller, B

Chief

Accounting

Officer

Carlson, Kristi

VP - Tax

Officer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NAPSTER, 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 EIGHTEENTH DAY OF SEPTEMBER, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

3269710 8300

090866465

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7534783

DATE: 09-18-09