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Division of Corporations Page 1 of 1

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FOREIGN PROFIT/NONPROFIT CORPORATION
NLG MERGER CORP.

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01-11-20

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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. NLG Merger 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

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

3. 28-3109261

(FEI number, if applicable)

4. 5/30/2001

(Date of incorporation)

5. Perpetual

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

6. Upon qualification

(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)

(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

(City)

, Florida 33331

(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.

[Signature]
(Registered agent's signature)

Jeff M. Higdon, Special Asst. Sec.

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

Chairman: Judy SchmellingAddress: 1 HSN Drive, St. Petersburg, FL 33729

Vice Chairman: _____

Address: _____

Director: Andrew SheldonAddress: 1 HSN Drive, St. Petersburg, FL 33729

Director: _____

Address: _____

B. OFFICERS

President: Judy SchmellingAddress: 1 HSN Drive, St. Petersburg, FL 33729Vice President: Matthew D. SoysterAddress: 1 HSN Drive, St. Petersburg, FL 33729Secretary: Matthew D. SoysterAddress: 1 HSN Drive, St. Petersburg, FL 33729Treasurer: Michael Attinella (and VP)Address: 1 HSN Drive, St. Petersburg, FL 33729 (See also attached Addendum)

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

13. Matthew D. Soyster
(Signature of Director or Officer listed in number 12 of the application)14. Matthew D. Soyster, Vice President and Secretary

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

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NLG Merger Corp.
Addendum to Application by Foreign Corporation for Authorization to Transact Business

Addendum to Officer Listing

12.B

Michelle Wilkins, VP, Broadcasting
1 HSN Drive
St. Petersburg, FL 33729

Ben Gasapini, Asst. Treas.
1 HSN Drive
St. Petersburg, FL 33729

Eric Yonkin, Asst. Sec.
1 HSN Drive
St. Petersburg, FL 33729

Christian Holt*, Asst. Sec.
1 HSN Drive
St. Petersburg, FL 33729

*for the limited purpose of accepting service of process for certain subpoenas.

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NLG MERGER 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 NINTH DAY OF FEBRUARY, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NLG MERGER CORP." WAS INCORPORATED ON THE THIRTIETH DAY OF MAY, A.D. 2001.

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.

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Jeffrey W. Bullock
Jeffrey W. Bullock, Secretary of State
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DATE: 02-09-10

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