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Florida Department of State  
Division of Corporations  
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To:

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

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From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850) 521-1000  
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**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

FOREIGN PROFIT/NONPROFIT CORPORATION  
CBS FILMS DISTRIBUTION INC.

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$70.00

2010 MAY 13 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

J. Shivers MAY 14 2010

**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. CBS FILMS DISTRIBUTION 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. 27-2347458**

(FEI number, if applicable)

**4. APRIL 13, 2010**

(Date of incorporation)

**5. PERPETUAL**

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

**6. APRIL 13, 2010**

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

**7. 1180 WILSHIRE BOULEVARD, LOS ANGELES, CA 90025**

(Principal office address)

**51 WEST 52ND STREET (19-13), NEW YORK, NEW YORK 10019**

(Current mailing address)

**8. FILM DISTRIBUTION**

(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, Florida 32301

(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.*

Corporation Service Company

By: 

(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.**

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

**A. DIRECTORS**

Chairman: SEE ATTACHMENT

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

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. LISA M. TANZI, VICE PRESIDENT AND ASSISTANT SECRETARY

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

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**CBS FILMS DISTRIBUTION INC.****DIRECTORS**

Louis J. Briskman  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Joseph R. Ianniello  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Thomas S. Shilen, Jr.  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

**OFFICERS**

Amy Baer  
11800 Wilshire Boulevard  
Los Angeles, CA 90025

Anthony G. Ambrosio  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Louis J. Briskman  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Martin D. Franks  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Joseph R. Ianniello  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Reid Sullivan  
11800 Wilshire Boulevard  
Los Angeles, CA 90025

Bruce D. Tobey  
11800 Wilshire Boulevard  
Los Angeles, CA 90025

President and Chief Executive Officer

Executive Vice President, Human Resources and Administration

Executive Vice President and Assistant Secretary

Executive Vice President, Planning, Policy and Government Affairs

Executive Vice President

Executive Vice President and Chief Financial Officer

Executive Vice President and Chief Operating Officer

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Rik Toulén  
11800 Wilshire Boulevard  
Los Angeles, CA 90025

Executive Vice President and General Counsel

J. Kenneth Hill  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Senior Vice President and Treasurer

Richard M. Jones  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Senior Vice President and General Tax Counsel

Thomas S. Shilen, Jr.  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Senior Vice President, Controller and Chief Accounting Officer

Angeline C. Straka  
51 W 52<sup>nd</sup> Street  
New York, NY 10019

Senior Vice President and Secretary

Anthony Bongiorno  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Vice President and Assistant Secretary

Rebecca Borden  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Vice President and Assistant Secretary

Lisa M. Tanzi  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Vice President and Assistant Secretary

Lawrence Liding  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Deputy Controller

Julie Behuniak  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Assistant Secretary

Laura Franco  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Assistant Secretary

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Mindy H. Greene  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Assistant Secretary

Michael A. Koczko  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Assistant Secretary

Kenneth F. Koen  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Assistant Secretary

Mallory Levitt  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Assistant Secretary

Anne Lucey  
1501 M Street  
Washington DC 20005

Assistant Secretary

Alissa Makower  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Assistant Secretary

Matthew D. Morgeson  
51 West 52<sup>nd</sup> Street  
New York, NY 10019

Assistant Secretary

Eric Sobczak  
20 Stanwix St.  
Pittsburgh, PA 15222

Assistant Secretary

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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 "CBS FILMS DISTRIBUTION 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 THIRTEENTH DAY OF MAY, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CBS FILMS DISTRIBUTION INC." WAS INCORPORATED ON THE THIRTEENTH DAY OF APRIL, A.D. 2010.

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


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Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7991838

DATE: 05-13-10