

Florida Department of State
Division of Corporations
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To:

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

From:

Account Name : CORPODIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

****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
CRACKLE LATIN AMERICA, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
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TALLAHASSEE, FLORIDA

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MAY -2 AM 10:46

SECRETARY OF STATE

**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. Crackle Latin America, 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. applied for

(FBI number, if applicable)

4. April 29, 2011

(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. _____

(Principal office address)

10202 W. Washington Blvd., SPP 1132, Culver City, CA 90232

(Current mailing address)

8. Internet entertainment

(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: 515 East Park Avenue

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.

NRAI Services, Inc.

By: _____

(Registered agent's signature)

Jose Castellanos, Asst. 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

Chairman: See Exhibit A, attached hereto

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Exhibit A, attached hereto

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. Steven Gofman, Asst. Secretary

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

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CRACKLE LATIN AMERICA, INC.**List of Officers and Directors****Officers:**

Chairman	Steve Mosko	10202 W. Washington Blvd., Culver City, CA 90232
President	Andrew J. Kaplan	10202 W. Washington Blvd., Culver City, CA 90232
Senior Executive Vice President, General Counsel and Secretary	Leah Weil	10202 W. Washington Blvd., Culver City, CA 90232
Executive Vice President, Legal Affairs, and Assistant Secretary	John O. Fukunaga	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, Crackle	Eric Berger	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President and Treasurer	Simon R. Baker	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President	T.C. Schultz	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President	Superna Kalle	10202 W. Washington Blvd., Culver City, CA 90232
Chief Accounting Officer	Ronald P. McNair	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President	Marie Jacobsen	10202 W. Washington Blvd., Culver City, CA 90232
Senior Vice President	Pamela Parker	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Vicki R. Solmon	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Timothy Boehm	555 Madison Avenue, New York, NY 10022
Assistant Secretary	Michael J. Nazitto	10202 W. Washington Blvd., Culver City, CA 90232
Assistant Secretary	Steven Gofman	10202 W. Washington Blvd., Culver City, CA 90232

Directors:

Leah Weil	10202 W. Washington Blvd., Culver City, CA 90232
John O. Fukunaga	10202 W. Washington Blvd., Culver City, CA 90232
David C. Hendler	10202 W. Washington Blvd., Culver City, CA 90232

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TALLAHASSEE, FLORIDA

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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 "CRACKLE LATIN AMERICA, 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 TWENTY-NINTH DAY OF APRIL, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CRACKLE LATIN AMERICA, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF APRIL, A.D. 2011.

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

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DELAWARE

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8729780

DATE: 04-29-11

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