

12/20/2013 1:15:42 From: To: 8506176361

Division of Corporations

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Florida Department of State
Division of Corporations
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.

(((H13000278960 3)))



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

RE-SUBMIT

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5368

Please retain original filing
date of submission 12/19

****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
HBO RETAIL VENTURES, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	067
Estimated Charge	\$70.00

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2013 DEC 19 PM 12:42

Electronic Filing Menu

Corporate Filing Menu

Help

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: HBO Retail Ventures, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Sheila Washington

Name of Person

Time Warner Inc.

Firm/Company

One Time Warner Center

Address

New York, NY 10019

City/State and Zip code

Sheila.Washington@tmewarner.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rob Widdicombe

at (212) 512-1657

Name of Person

Area Code & Daytime Telephone Number

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

12/20/2013 13:15:52 From: To: 8506176381

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850-817-8381

12/20/2013 10:48:25 AM PAGE 1/001 Fax Server



December 20, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

C T CORPORATION SYSTEM

SUBJECT: HBO RETAIL VENTURES, INC.
REF: W13000069380

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The signature of the Director or Officer on line 13 is not legible.

If you have any further questions concerning your document, please call (850) 245-6052.

Valerie Herring
Regulatory Specialist II
New Filing Section

FAX Aud. #: H13000278960
Letter Number: 313A00028898

RE-SUBMIT

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date of submission 12/19

RECEIVED
13 DEC 20 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P.O BOX 6327 - Tallahassee, Florida 32314

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. HBO Retail Ventures, 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. 20-5338380

(FEI number, if applicable)

4. July 26, 2006

(Date of incorporation)

5. Perpetual

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

6. N/A

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

7. 1100 Avenue of the Americas, New York, NY 10036

(Principal office address)

1100 Avenue of the Americas, New York, NY 10036

(Current mailing address)

8. Any lawful purpose.

(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

(City)

Florida 33324

(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)

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: Joseph Tarulli
Address: 1100 Avenue of the Americas
New York, NY 10036

Vice Chairman: Thomas M. Woodbury
Address: 1100 Avenue of the Americas
New York, NY 10036

Director: Scott F. McElhone
Address: 1100 Avenue of the Americas
New York, NY 10036

Director: _____
Address: _____

B. OFFICERS

President: See attached list.
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

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Scott D. Jaffee, Assistant Secretary
(Typed or printed name and capacity of person signing application)

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OFFICERS:

Name

Office

Richard Plepler
Michael J. Lombardo
Bruce D. Grivetti
Pamela Levine
Scott F. McElhone
Robert S. Roth

Glenn A. Whitehead
James Cummings
Viviane Eisenberg
Annaliese S. Kambour
Brenda C. Karickhoff
Raymond Landes
Edward B. Ruggiero
Joseph Tarulli
Mary Lou Thomas
Alan Axelrod
John Kinney
Janice Cannon
Scott D. Jaffee

Chief Executive Officer & President
Executive Vice President
Executive Vice President & Secretary
Executive Vice President
Executive Vice President
Executive Vice President & Chief
Financial Officer
Executive Vice President
Senior Vice President
Senior Vice President
Senior Vice President-Taxes
Senior Vice President
Senior Vice President & Assistant Treasurer
Senior Vice President & Assistant Treasurer
Senior Vice President & Treasurer
Senior Vice President
Vice President
Vice President
Assistant Secretary
Assistant Secretary

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DIVISION OF CORPORATION

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Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HBO RETAIL VENTURES, 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 DECEMBER, A.D. 2013.

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.

4196001 8300

131447913

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0996395

DATE: 12-18-13