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From: Kimberly Lashley

Division of Corporations

Florida Department of State

Division of Corporations

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Division of Corporations
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From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (514)280-3338
Fax Number : (954)208-0845

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FOREIGN PROFIT/NONPROFIT CORPORATION**Warner Bros. Digital Networks Inc.**

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|-----------------------|---------|
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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. Warner Bros. Digital Networks 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 3. 46-4603841
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 01/10/2014 5. Perpetual
(Date of incorporation) (Date of duration, if other than 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. 4000 Warner Blvd., Burbank, CA 91522
(Principal office address)

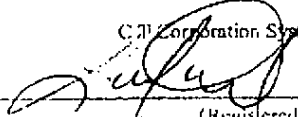
4000 Warner Blvd., Burbank, CA 91522
(Current mailing address, if different)

8. 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)

9. 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.

By:  C T Corporation System
(Registered agent's signature) Leslie Martin
Assistant Secretary

10. 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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: John A. Rogovin ✓

Address: 4000 Warner Blvd.

Burbank, CA 91522

Director: Kim Williams ✓

Address: 4000 Warner Blvd.

Burbank, CA 91522

B. OFFICERS

President: Jay Lovino ✓

Address: 4000 Warner Blvd.

Burbank, CA 91522

Vice President: John E. Kinney ✓

Address: 30 Hudson Yards

New York, NY 10001

Secretary: John A. Rogovin ✓

Address: 4000 Warner Blvd., Burbank, CA 91522

Treasurer: Kim Williams ✓

Address: 4000 Warner Blvd., Burbank, CA 91522

PLEASE SEE ATTACHMENT A FOR A LIST OF ADDITIONAL OFFICERS

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.12. _____
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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.

13. Daniel Weinberger, Assistant Secretary

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

ATTACHMENT A

Warner Bros. Digital Networks Inc.
Application by Foreign Corporation For Authorization to Transact Business In Florida

Item # 11 B - Officers - Additional Officers

| <u>Name</u> | <u>Title</u> | <u>Address</u> |
|---------------------|--------------------------------|--------------------------------------|
| Paul W. Stephens | Sr. Vice President - Tax | 208 S. Akard St, Dallas, TX 75202 |
| Gary E. Johnson | Vice President - Tax | 208 S. Akard St, Dallas, TX 75202 |
| Brian Paperny | Vice President - Tax | 208 S. Akard St, Dallas, TX 75202 |
| Laura Ann Valan | Vice President | 4000 Warner Blvd., Burbank, CA 91522 |
| Kim Williams | Vice President & Treasurer | 4000 Warner Blvd., Burbank, CA 91522 |
| Teresa G. Blizzard | Assistant Vice President - Tax | 208 S. Akard St, Dallas, TX 75202 |
| Wade Dahltman | Assistant Vice President - Tax | 208 S. Akard St, Dallas, TX 75202 |
| Brian V. Murler | Assistant Vice President - Tax | 208 S. Akard St, Dallas, TX 75202 |
| Gregory W. Nagrosst | Assistant Vice President - Tax | 208 S. Akard St, Dallas, TX 75202 |
| Fletcher Ricks | Assistant Vice President - Tax | 208 S. Akard St, Dallas, TX 75202 |
| Steve Shashack | Assistant Vice President - Tax | 208 S. Akard St, Dallas, TX 75202 |
| Gary Voelkel | Assistant Vice President - Tax | 208 S. Akard St, Dallas, TX 75202 |
| Karen Diorio | Assistant Secretary - Tax | 208 S. Akard St, Dallas, TX 75202 |
| Justin Griswold | Assistant Secretary - Tax | 208 S. Akard St, Dallas, TX 75202 |
| Michael J. Marino | Assistant Secretary | 4000 Warner Blvd., Burbank, CA 91522 |
| Frank Maxwell | Assistant Secretary - Tax | 208 S. Akard St, Dallas, TX 75202 |
| Clara Zazi Pope | Assistant Secretary | 4000 Warner Blvd., Burbank, CA 91522 |
| Daniel Weinberger | Assistant Secretary | 4000 Warner Blvd., Burbank, CA 91522 |
| Elizabeth Mason | Assistant Treasurer | 4000 Warner Blvd., Burbank, CA 91522 |

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Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WARNER BROS. DIGITAL NETWORKS 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 NINTH DAY OF AUGUST, A.D. 2019.

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

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

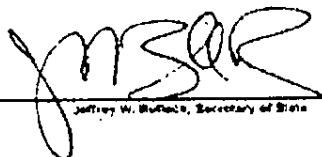
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Jeffrey W. Bullock, Secretary of State

Authentication: 203385893

Date: 08-09-19