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SUITE 409  
BOCA RATON, FLORIDA 33432-8080  
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February 14, 1995

VIA: FEDERAL EXPRESS

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

500001407315  
-02/15/95--01108--008  
\*\*\*\*131.25 \*\*\*\*131.25

Re: That's Entertainment, Inc.

To Whom It May Concern:

Enclosed please find an Application by Foreign Corporation for filing with your Office. Also enclosed please find our check in the amount of \$131.25 which represents payment of the filing fee, a Certificate and certified copy.

Your prompt attention to this matter is appreciated. If you have any questions regarding the enclosed, please do not hesitate to contact the undersigned.

Very truly yours,

*Debra J. Hickinbotham*

Debra J. Hickinbotham  
Corporate Paralegal

DJH/jan  
Enclosures

352/16  
55 FEB 16 AM 9:13  
SECRETARY OF  
DIVISION OF

**D. Officers.**

President Marcus W. Corwin  
Address 7777 Glades Road, Suite 302  
Boca Raton, FL 33434-4195

Vice President  
Address \_\_\_\_\_

Secretary Marcus W. Corwin  
Address 7777 Glades Road, Suite 302  
Boca Raton, FL 33434-4195

Treasurer Marcus W. Corwin  
Address 7777 Glades Road, Suite 302  
Boca Raton, FL 33434-4195

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

**10. Name and Street address of Florida registered agent:**

Name: Marcus W. Corwin  
Office Address: 7777 Glades Road, Suite 302  
Boca Raton, Florida 33434-4195  
Zip Code

**11. 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.

Registered agent's signature: \_\_\_\_\_

Marcus W. Corwin  
MARCUS W. CORWIN, Registered Agent

12. 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.

13. Marcus W. Corwin  
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Marcus W. Corwin, President  
(Name and capacity of person signing application)

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. That's Entertainment, Inc.  
(Name of corporation - the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

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

3. January 13, 1983 4. perpetual  
(Date of Incorporation) (Duration)

5. 52-1279579  
(Federal Employer Identification number, if applicable)

6. January 1, 1995  
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 7777 Glades Road, Suite 302, Boca Raton, FL 33434-4195  
(Current mailing address)

8. Licensor and distributor of satellite programing  
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

A. Directors:

Chairman: Marcus W. Corwin  
Address: 7777 Glades Road, Suite 302, Boca Raton, FL 33434-4195

Vice Chairman: \_\_\_\_\_  
Address: \_\_\_\_\_

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

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

SECRET  
DIVISION  
55 FEB 14 1983

# STATE OF MARYLAND

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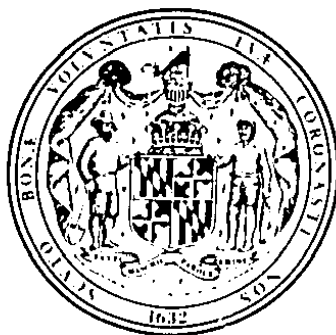
## DEPARTMENT OF ASSESSMENTS AND TAXATION

101 West Preston Street Baltimore Maryland 21201

I, NANCY GRUENINGER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT THAT'S ENTERTAINMENT, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

FILED  
SECRETARY OF STATE  
DIVISION OF RECORDS  
55 FEB 16 AM 8:19



IN WITNESS WHEREOF, I HAVE HEREON SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 13TH DAY OF FEBRUARY, 1995.

Nancy Grueninger  
NANCY GRUENINGER  
ADMINISTRATIVE OFFICER