



# Prentice Hall Legal & Financial Services

ATTN: Andree (804) 222-7495

**F95000001535**

H STREET, SUITE 105  
TALLAHASSEE, FL 32301  
CORPORATION(S) NAME

CHAPTER NUMBER

Ticketmaster Merchandising Corp.

- ☐ Amendment
- ☐ Annual Report
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Domestication
- ☐ Fictitious Business Name
- ☒ Foreign - Profit
- ☐ Foreign - Non-Profit
- ☐ Limited Partnership
- ☐ Limited Liability
- ☐ Mtr. Veh.

- ☐ Merger
- ☐ Name Reservation 000001443860
- ☐ Name Registration -03/30/95-01044-003
- ☐ Non-Profit/Articles of Incorporation \*\*\*\*\*70.00 \*\*\*\*\*70.00
- ☐ Other
- ☐ Profit/Articles of Incorporation
- ☐ Reinstatement
- ☐ Resignation of R.A., Off/Dir
- ☐ Trademark
- ☐ UCC/Filing 1
- ☐ UCC/Filing 3 5 3/4

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DIVISION OF CORPORATIONS  
95 MAR 30 PM 12:09

- ☒ Certified Copy
- ☐ Photocopy
- ☐ Corporate Print-Out
- ☐ Fictitious Owner Search

- ☐ CUS
- ☐ Good Standing
- ☐ R.A., Off/Dir Search

(☒) Walk In    ( ) Call if Problem    ( ) Will Wait    (☒) Pick up 3-30/2:00 DATE/TIME

FOR PRENTICE HALL'S USE ONLY

BRANCH ORDERING: Chic BY: Adriana  
 BRANCH RECEIVING: FE BY: Andree  
 REF/JOB # 39-95-73599  
 CLIENT MATTER # \_\_\_\_\_  
 SAME DAY ☒ 24 HR \_\_\_\_\_ ROUTINE \_\_\_\_\_  
 VERBAL REQUESTED: ☒ YES OR NO  
 DATE SENT:     MAIL     FAX     **FED EXP**  
 FILED:      
 SENT TO: BRANCH ☒ CLIENT \_\_\_\_\_  
 SPECIAL INSTRUCTIONS: \_\_\_\_\_

CHECK #	_____
ST./CTY/ FEES	_____
CORR. FEE/	_____
SPEC. HANDL.	_____
MESSENGER	_____
COPIES	_____
FAX FEE	_____
OTHER	_____
TOTAL	_____

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE  
STATE OF FLORIDA:**

1. Ticketmaster Merchandising Corporation  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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. California  
(State or country under the law of which it is incorporated)
3. 95-4290054  
(FEI number, if applicable)
4. 1/9/90  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. 3/95  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 3701 Wilshire Blvd., 7th Floor  
Los Angeles, CA 90010  
(Current mailing address)
8. any and all purposes for which corporations may be incorporated under the California General Corporation Law and as permitted by the Florida 1989 Business Corporation Act  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:  
The Prentice-Hall Corporation  
Name: System, Inc.  
Office Address: 110 North Magnolia Street  
Tallahassee, 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.*  
The Prentice-Hall Corporation System, Inc.  
By: Michael Donovan Asst. Secretary  
(Registered agent's signature)  
Michael Donovan, Asst. Secy.
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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95 MAR 30  
12:09

12. Names and addresses of officers and/or directors: See Attachment A

A. DIRECTORS

Chairman: \_\_\_\_\_

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

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

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

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

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

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

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

B. OFFICERS

President: \_\_\_\_\_

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

Treasurer: \_\_\_\_\_

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

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Peter B. Knedder VP CFO  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Peter B. Knedder, Vice President, CFO  
(Typed or printed name and capacity of person signing application)

ATTACHMENT A

TICKETMASTER MERCHANDISING CORPORATION

Names and Addresses of Corporate Officers and Directors

Chairman of the Board, President and Director	Fredric D. Rosen 3701 Wilshire Blvd., 7th Floor Los Angeles, CA 90010
Director	Robert A. Leonard 591 Camino de la Reina, Suite 310 San Diego, CA 92108
Executive Vice President	Marc Bension 3701 Wilshire Blvd., 7th Floor Los Angeles, CA 90010
Vice President, Chief Financial Officer and Treasurer	Peter Knepper 3701 Wilshire Blvd., 7th Floor Los Angeles, CA 90010
Vice President and Assistant Secretary	Ned Goldstein 3701 Wilshire Blvd., 7th Floor Los Angeles, CA 90010
Secretary	Norman J. Gantz Two North LaSalle St. Suite 2200 Chicago, IL 60602
Assistant Secretary	Victoria von Szeliski 3701 Wilshire Blvd., 7th Floor Los Angeles, CA 90010
Director	John A. Pritzker 909 Montgomery St. Suite 600 San Francisco, CA 94133

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# State of California

SECRETARY OF STATE

## CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 9th day of January, 1990,

**TICKETMASTER MERCHANDISING CORPORATION**

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this  
certificate and affix the Great Seal  
of the State of California this  
28th day of March, 1995

*Bill Jones*  
BILL JONES  
Secretary of State