

F95000002486

Paul - Florida Filing
(Requester's Name)

(Address)

668-4311

(City, State, Zip)

(Phone #)

100001495831
-05/22/95--01070--006
*****70.00 *****70.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. STD Entertainment (USA) INC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 95 MAY 22 PM 2:50
 MAY 22 PM 2:14

cf 5/22

Examiner's Initials

**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. STD ENTERTAINMENT (U.S.A.), 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. 3/5/92

(Date of incorporation)

4. Perpetual

(Duration)

5. 23-2659645

(Federal Employer Identification number, if applicable)

6. February 6, 1995

(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 617.155, F.S.)

7. 110 Lakefront Drive, Hunt Valley, Maryland 21030

(Current mailing address)

8. Distribution, sale and marketing of consumer electronics, and all other activities allowed under Florida laws.

(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:

Director **Chairman:** Wong Shiu Wah

Address: Unit F-J, 5/F Block 2, KWAI TAK INDUSTRIAL CENTRE
15-33 KWAI TAK STREET, KWAI CHUNG, HONG KONG

Director **Chairman:** Chu Nin Yiu

Address: Unit F-J, 5/F Block 2, KWAI TAK INDUSTRIAL CENTRE
15-33 KWAI TAK STREET, KWAI CHUNG, HONG KONG

Director: Todd S. Hays

Address: 110 Lakefront Drive
Hunt Valley, MD 21030

Director: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FEB 17 12 PM '95

Chief Executive Officer: Chu Nin Yiu

Address: Unit F-J, 5/F Block 2, KWAI TAK INDUSTRIAL CENTRE
15-33 KWAI TAK STREET, KWAI CHUNG, HONG KONG

President and Secretary: Todd S. Hays

Address: 110 Lakefront Drive
Hunt Valley, MD 21030

Treasurer and Assistant Secretary: Robert Barnett

Address: 110 Lakefront Drive
Hunt Valley, MD 21030

Assistant Secretary: Ned T. Himmelrich

Address: 233 East Redwood Street
Baltimore, MD 21202

(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: National Corporate Research, Ltd., Inc
Office Address: 1406 Hays Street, Suite #2
Tallahassee, Florida 32301
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.

National Corporate Research, Ltd.

Registered agent's signature:

Joseph Mirrione, Assistant Vice President

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

14. Todd S. Hays, President
(Name and capacity of person signing application)

STATE OF MARYLAND

342173

DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, LEAH HAMM-CURRY 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 STD ENTERTAINMENT (U.S.A.), 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
DEPT. OF STATE
CORPORATIONS
FEB 11 2:14



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 10TH DAY OF FEBRUARY, 1995.

Leah Hamm-Curry
LEAH HAMM-CURRY
OFFICE SUPERVISOR II

F9500002486

HELLER EHRMAN WHITE & McAULIFFE

ATTORNEYS

A PARTNERSHIP OF PROFESSIONAL CORPORATIONS

333 BUSH STREET
SAN FRANCISCO
CALIFORNIA 94104-2878
FACSIMILE: (415) 772-6268
TELEPHONE: (415) 772-6000
WRITER'S DIRECT DIAL NUMBER

April 1, 1996

ANCHORAGE
LOS ANGELES
PALO ALTO
PORTLAND
SEATTLE
TACOMA

21782-0001

(415) 772-6073

VIA CERTIFIED MAIL
No. P 738 736 895

800001770148
-04/05/96--01011--004
*****87.50 *****87.50

Florida Secretary of State
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

STD Entertainment (U.S.A.), Inc.

Gentlemen/Ladies:

On behalf of STD Entertainment (U.S.A.), Inc., a Maryland corporation authorized to do business in Florida, enclosed for filing are the following:

1. Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida (manually executed);
2. A State of Maryland Certificate to Amend Name; and
3. An \$87.50 check payable to the Florida Department of State.

Once filed, please send me a certified copy of the document.

Please acknowledge your receipt of the enclosed materials by date-stamping the enclosed copy of this letter and returning it to my attention in the envelope provided.

Should you have any questions, or require information, please contact me at (415) 772-6073.

Name Change
LFT
4-9-96

Very truly yours,

Bonnie Thompson

Bonnie Thompson
Senior Legal Assistant

Enclosures

cc: Majda Barazzutti, Esq. (w/encls.)

FILED
96 APR -4 AM 7:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMEND-
MENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA
(s. 807.1804, F.S.)

FILED
96 APR -4 AM 7:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. STD Entertainment (U.S.A.), Inc.
Name of corporation as it appears on the Records of the Department of State
2. Incorporated under laws of: Maryland
3. Date authorized to do business in Florida: May 22, 1995

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation?

September 6, 1995

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

CNY Entertainment (USA), Inc.

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A


Signature

STEPHEN CHU

Typed or printed name

MARCH 12, 1996

Date

PRESIDENT

Title

STATE OF MARYLAND

431553

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

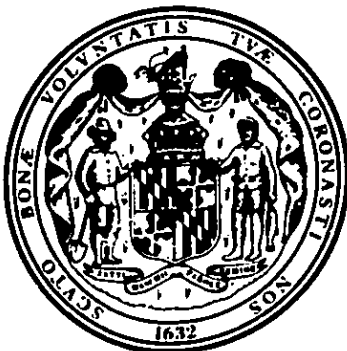
301 West Preston Street Baltimore, Maryland 21201

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 THE RIGHT OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT

ARTICLES OF AMENDMENT OF STD ENTERTAINMENT (U.S.A.). INC. CHANGING ITS NAME CNY ENTERTAINMENT (USA), INC. WERE RECEIVED AND APPROVED FOR RECORD ON SEPTEMBER 6, 1995.

FILED
96 APR -4 AM 7:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 21ST DAY OF MARCH, 1996.

Nancy Grueninger
NANCY GRUENINGER
ADMINISTRATIVE OFFICER