



HOME SHOPPING NETWORK, INC.

F95000003567

June 15, 1995

Florida Department of State
Division of Corporations
Qualification & Registration Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Re Tel Visions, Inc. (DE)
Foreign Corporation

200001517592
-06/20/95--01066--003
*****35.00 *****35.00

700001546247
-07/26/95--01012--016
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed herein please find our Application by Foreign Corporation for Authorization to Transact Business in Florida, certificate of corporate status from the state of Delaware and our check in the sum of \$35.00 representing the filing fees.

Kindly file the enclosed and return evidence of filing to my attention in the self-addressed, stamped envelope enclosed.

Thank you for your assistance in this matter.

Very truly yours,

Susan Gray

/smg
Encs.

Susan Miller Gray
Legal Administrator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 24 PM 2:24
135-12667
PL 7/24

**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. Ra Tel Visions, 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. Delaware
(State or country under the law of which it is incorporated)
3. 5/5/95 4. Perpetual
(Date of Incorporation) (Duration)
5. Pending
(Federal Employer Identification number, if applicable)
6. Pending qualification
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)
7. P.O. Box 9090, Clearwater, FL 34618-9090
(Current mailing address)
8. Selling consumer goods to retail outlets
(Corporate purpose and nature of business in which it is engaged in Florida)
9. Names and addresses of officers and or directors:

A. Directors:

Chairman:	<u>Kevin Harrington</u>
Address:	<u>2501 118th Avenue No.</u>
	<u>St. Petersburg, FL 33716</u>
Vice Chairman:	<u>Robert Swift</u>
Address:	<u>2501 118th Avenue No.</u>
	<u>St. Petersburg, FL 33716</u>
Director:	<u>Kevin J. McKeon</u>
Address:	<u>2501 118th Avenue No.</u>
	<u>St. Petersburg, FL 33716</u>
Director:	<u>Peter M. Kern</u>
Address:	<u>2501 118th Avenue No.</u>
	<u>St. Petersburg, FL 33716</u>

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B. Officers:

President: Kevin Harrington
Address: 2501 118th Avenue, No.
St. Petersburg, FL 33716

Vice President: _____
Address: _____

Secretary: Robert Swift
Address: 2501 118th Avenue, No.
St. Petersburg, FL 33716

Treasurer: Robert Swift
Address: 2501 118th Avenue, No.
St. Petersburg, FL 33716

(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: H. Steven Holtzman
Office Address: 2501 118th Avenue North
St. Petersburg, _____, Florida 33716
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: _____

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

14. ROBERT SWIFT, SECRETARY AND TREASURER
(Name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RE TEL VISIONS, 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 EIGHTH DAY OF JUNE, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel, Secretary of State

2504845 8300

950126943

AUTHENTICATION:

7532175

DATE:

06-08-95