

F95000005940

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 EAST JEFFERSON STREET

Address

TALLAHASSEE FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

200001658282

-12/11/95--01008--018

*****70.00 *****70.00

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5 DEC - 5 PM 12:12

Software Hotel, Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other

☐ Change of R.A.

☐ Certified Copy

☐ Photo Copies

☐ Fictitious name Filing

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12-6-95

File 1st

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. Software Hotel, Inc.

(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. Delaware

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

3. app. for

(FEI number, if applicable)

4. May 17, 1995

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))

7. One Blockbuster Plaza, Fort Lauderdale, Florida 33301

(Current mailing address)

8. See attached purpose clause

(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:

Name: C T Corporation System

Office Address: c/o C T Corporation System, 1200 South Pine

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System



(Registered agent's signature) (Officer)

TANYA M. VILLAR

SPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. _____

Thomas W. Hawkins
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas W. Hawkins, Vice President

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

**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Purpose Clause of
Software Hotel, Inc.**

In addition to the duties of general partner of Software Hotel, L.P., the business of participating in and managing the operations of a business venture with respect to the design, development, utilization and exploitation of proprietary computer software, the construction and operation of computer software retail stores and the marketing, sale and distribution of computer software and hardware, and any and all activities incidental thereto, and any other lawful business such venture chooses to conduct.

FILED
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DIVISION OF CORPORATIONS
JUL 6 1966 PM 12:12

**Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida**

**Directors of
Software Hotel, Inc.**

1. Edwin Schlossberg
One Blockbuster Plaza
Fort Lauderdale, Florida 33301
2. Steven R. Berrard
One Blockbuster Plaza
Fort Lauderdale, Florida 33301
3. Kenneth Lerer
One Blockbuster Plaza
Fort Lauderdale, Florida 33301
4. Thomas E. Dooley
One Blockbuster Plaza
Fort Lauderdale, Florida 33301

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Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

Officers of
Software Hotel, Inc.

1. Edwin Schlossberg, President
One Blockbuster Plaza
Fort Lauderdale, Florida 33301
2. Steven R. Berrard, Executive Vice President
One Blockbuster Plaza
Fort Lauderdale, Florida 33301
3. Kenneth Lerer, Executive Vice President
One Blockbuster Plaza
Fort Lauderdale, Florida 33301
4. Thomas E. Dooley, Executive VP, Secty. & Treas.
One Blockbuster Plaza
Fort Lauderdale, Florida 33301
5. Philippe P. Dauman, Executive VP & Asst. Secty.
One Blockbuster Plaza
Fort Lauderdale, Florida 33301
6. Thomas W. Hawkins, Sr. VP and Asst. Secty.
One Blockbuster Plaza
Fort Lauderdale, Florida 33301
7. Thomas C. Byrne, Sr. Vice President
One Blockbuster Plaza
Fort Lauderdale, Florida 33301
8. Katherine B. Rosenberg, Asst. Secty.
One Blockbuster Plaza
Fort Lauderdale, Florida 33301
9. Nancy P. Rosenfeld, Asst. Secty.
One Blockbuster Plaza
Fort Lauderdale, Florida 33301
10. Richard F. DeLuca, Asst. Secty.
One Blockbuster Plaza
Fort Lauderdale, Florida 33301

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DIVISION OF CORPORATIONS
95 DEC -6 PM 12:12

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SOFTWARE HOTEL, 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 FIRST DAY OF DECEMBER, A.D. 1995.

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

FILED
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DIVISION OF CORPORATIONS
95 DEC -6 PM 12:12



Edward J. Freel

Edward J. Freel, Secretary of State

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950278630

AUTHENTICATION:

7730582

DATE:

12-01-95

F9 5000005940

1201 HAYS STREET

800-342-8086

TALLAHASSEE, FL 32309

(904) 222-1111

(904) 222-1111



ACCOUNT NO. : 072100000032

REFERENCE : 030373 5020532

AUTHORIZATION :

Patricia P. Pyle

COST LIMIT : \$ 35.00

ORDER DATE : July 24, 1996

ORDER TIME : 10:08 AM

ORDER NO. : 030373

CUSTOMER NO: 5020532

800001808389

CUSTOMER: Marci Shaffer, Legal Assistant
Blockbuster Entertainment
200 S. Andrews Ave

Ft. Lauderdale, FL 33301

CHANGE OF AGENT

NAME: SOFTWARE HOTEL INC.

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96 JUL 30 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY

CONTACT PERSON: Michelle Bailey

RA C/M
KRG
7/20

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of DELAWARE submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: SOFTWARE HOTEL, INC.

1b. Date of incorporation / 12/8/95 / Document number
qualification

2. The name and address of the current registered agent and office:

C T CORPORATION SYSTEM

1200 SO. PINE ISLAND DRIVE

PLANTATION

FL

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

The Prentice-Hall Corporation System, Inc.

1201 Hays Street

Tallahassee, Florida 32301

The street address of its registered agent and the street address of the business office of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

SIGNATURE
May 16, 1996
DATE

ADAM PHILLIPS
SR. VICE PRESIDENT

Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

The Prentice-Hall Corporation System, Inc.

SIGNATURE By: Vicki Schreiber

VICKI SCHREIBER (Registered Agent) ASST. VICE PRESIDENT

DATE 5/25/96