

F-96000000873

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

300001720543
-02/21/96--01056--024
*****70.00 *****70.00

CORPORATION(S) NAME

Reiss Sales, Inc.

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Certified Copy

☐ Photo Copies

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2-21

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**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. REISS SALES, 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. 84-1250577

(FEI number, if applicable)

4. November 29, 1993

(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 617.156, F.S.))

7. 4700 South Syracuse Street, Suite 100, Denver, Colorado 80237

(Current mailing address)

8. To maintain an office and to provide consulting services to the pay-per-view

(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
Island Road

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

Connie Bryan
(Registered agent's signature) (Officer)

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

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DIVISION OF CORPORATIONS
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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: Jeffrey C. Reiss

Address: 4700 South Syracuse Street, Suite 100

Denver, Colorado 80237

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: _____

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Treasurer: _____

Address: _____

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

13.



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

14. Hugh Panero, Chief Executive Officer

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

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

**Directors of
REISS SALES, INC.**

1. Hugh Panero
4700 South Syracuse Street, Suite 100
Denver, Colorado 80237
2. Jeffrey C. Reiss
4700 South Syracuse Street, Suite 100
Denver, Colorado 80237
3. Stephen M. Brett
4700 South Syracuse Street
Denver, Colorado 80237
4. Mark Kaner
4700 South Syracuse Street, Suite 100
Denver, Colorado 80237
5. Robert R. Bennett
4700 South Syracuse Street, Suite 100
Denver, Colorado 80237
6. William Mechanic
4700 South Syracuse Street, Suite 100
Englewood, Colorado 80237
7. Kenneth Bettsteller
4700 South Syracuse Street, Suite 100
Denver, Colorado 80237
8. Chase Carey
4700 South Syracuse Street, Suite 100
Denver, Colorado 80237
9. Adam N. Singer
4700 South Syracuse Street, Suite 100
Denver, Colorado 80237
10. David Koff
4700 South Syracuse Street, Suite 100
Denver, Colorado 80237

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

**Officers of
REISS SALES, INC.**

1. Hugh Panero, President/CEO
4700 South Syracuse Street, Suite 100
Denver, Colorado 80237
2. Bruce Lazarus, Vice President/Treasurer/CFO
4700 South Syracuse Street, Suite 100
Denver, Colorado 80237
3. Dara F. Altman, Senior Vice President/Secretary/General Counsel
4700 South Syracuse Street, Suite 100
Denver, Colorado 80231

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DIVISION OF CORPORATIONS
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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "REISS SALES, 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 NINTH DAY OF FEBRUARY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 21 PM 1:40



Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

7821859

02-09-96

Document Number Only

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C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

600001848276
-06/03/96--01054--008
*****35.00 *****35.00

DIVISION 96

Name

Change

Amend

Reios Sales, Inc

Changed Name to:

RP Affiliate, Inc

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☒ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

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Verifier	ADH
Acknowledgment	ADH
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TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

FILED
JUN -3 PM 3 23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Reiss Sales, Inc.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: February 21, 1996

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?

April 3, 1996

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

BO Affiliate, Inc.

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

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

DFA
SVP
Signature
Name and Title

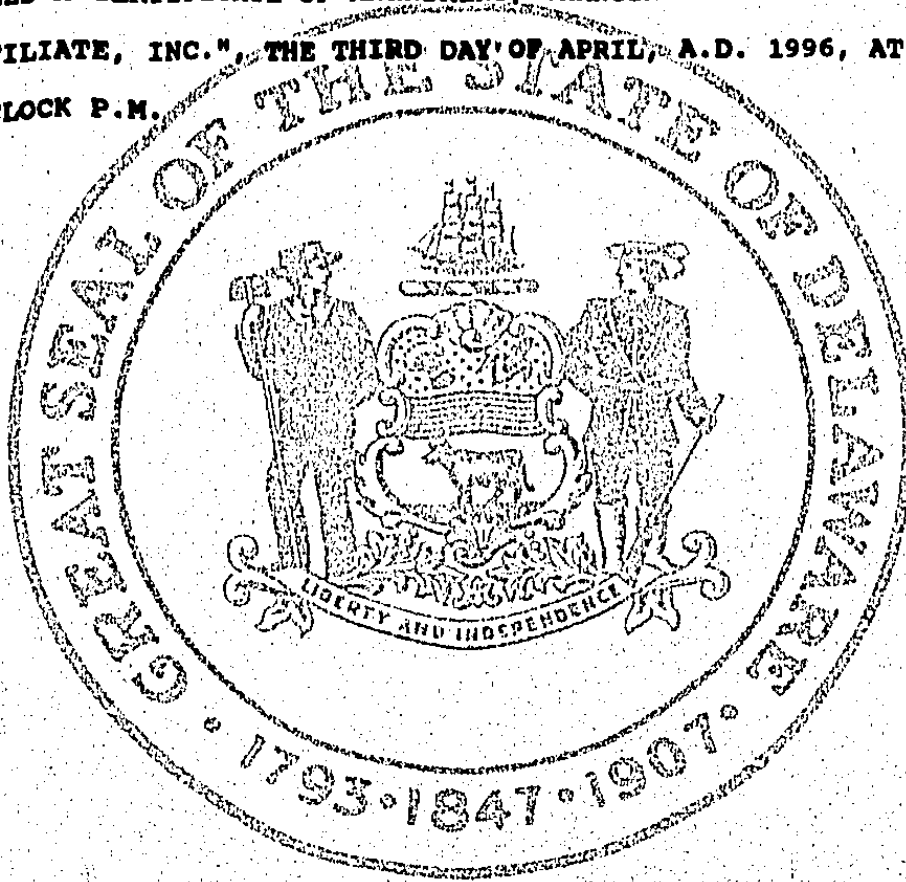
April 15, 1996

Date

Dara F. Altman, Sr. VP and General Counsel

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "REISS SALES, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "RQ AFFILIATE, INC." THE THIRD DAY OF APRIL, A.D. 1996, AT 4:30 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2361322 8320

960142979

AUTHENTICATION:

DATE:

7949378

05-16-96