

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-9171

800-342-8086

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REC'D / SEP - 23 1995
DIVISION OF CORPORATION

CIC netpoll
PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 676775 86901M

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : September 8, 1995

200001780322
-04/15/96--01060--013
***5861.25 ***5861.25

ORDER TIME : 11:19 AM

ORDER NO. : 676775

CUSTOMER NO: 86901M

200001580732
-09/08/95--01062--015
*****70.00 *****70.00

CUSTOMER: Ms. Adriana Maravilla
Prentice Hall Legal &
33north LaSalle Street
Suite 1925
Chicago, IL 60602

W95-18138
P315

FOREIGN FILINGS

NAME: TICKETMASTER-NEW ORLEANS, INC.

PROFIT
 NON-PROFIT

CORPORATE
 LIMITED PARTNERSHIP

QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angela Lane

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR - 9 AM 10:14

ALL



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 20, 1996

PETER B. KNEPPER
3701 WILSHIRE BLVD
7TH FLOOR
LOS ANGELES, CA 90010

SUBJECT: TICKETMASTER-NEW ORLEANS, INC.
Ref. Number: W95000018138

CERTIFIED MAIL #P348 066 905 RETURN RECEIPT REQUESTED

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of TICKETMASTER-NEW ORLEANS, INC. to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by TICKETMASTER-NEW ORLEANS, INC. for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$5861.25 are now due. To avoid further penalty, payment must be remitted within 45 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Marc W. Dunbar, Assistant General Counsel



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 27, 1995

CSC-ANGELA LANE

SUBJECT: TICKETMASTER-NEW ORLEANS, INC.
Ref. Number: W95000018138

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for TICKETMASTER-NEW ORLEANS, INC..

This office received information provided by the Florida Department of Revenue, pursuant to section 213.053(14), Florida Statutes, which indicates that the corporation has transacted business in the State of Florida since February 2, 1990. You were notified by letter dated September 8, 1995, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$5861.25 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Doug Dickinson
Document Specialist Letter No. 295A00051724

Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 8, 1995

CSC-ANGELA LANE

SUBJECT: TICKETMASTER-NEW ORLEANS, INC.
Ref. Number: W95000018138

We have received your document for TICKETMASTER-NEW ORLEANS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$5861.25.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 095A00041606

**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. Ticketmaster-New Orleans, 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. Louisiana 3. 95-4295940
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/9/90 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. February 2, 1990
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. 3701 Wilshire Boulevard, 7th Floor
Los Angeles, CA 90010
(Current mailing address)

8. Ticketing inventory management and distribution services
(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: The Prentice-Hall Corporation
System, Inc.

Office Address: 1201 Hays Street, Suite 105

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. Secretary

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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -9 AM 10:14

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

A. DIRECTORS

Chairman: SEE ATTACHMENT A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE ATTACHMENT B

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

14. Peter B. Knepper Sr. Vice President & CFO
(Typed or printed name and capacity of person signing application)

**ATTACHMENT A TO THE
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

Director

Robert A. Leonard
591 Camino de la Reina
Suite 310
San Diego, California 92108

Director

John A. Pritzker
909 Montgomery Street
Suite 600
San Francisco, California 94133

Director

Fredric D. Rosen
3701 Wilshire Boulevard
7th Floor
Los Angeles, California 90010

**ATTACHMENT B TO THE
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

Chairman of the Board & President

**Fredric D. Rosen
3701 Wilshire Boulevard
7th Floor
Los Angeles, California 90010**

Executive Vice President

**Marc Bension
3701 Wilshire Boulevard
7th Floor
Los Angeles, California 90010**

**Senior Vice President, Chief Financial
Officer & Treasurer**

**Peter B. Knepper
3701 Wilshire Boulevard
7th Floor
Los Angeles, California 90010**

Senior Vice President & Assistant Secretary

**Ned S. Goldstein
3701 Wilshire Boulevard
7th Floor
Los Angeles, California 90010**

Secretary

**Norman J. Gantz
2 North LaSalle Street
Suite 2200
Chicago, Illinois 60602**

Assistant Secretary

**Victoria von Szeliski
3701 Wilshire Boulevard
7th Floor
Los Angeles, California 90010**

UNITED STATES OF AMERICA
State of Louisiana

Box McKeithen

SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
TICKETMASTER-NEW ORLEANS, INC.

A Louisiana corporation domiciled at New Orleans,

Filed charter and qualified to do business in this State on
November 9, 1990,

I further certify that the records of this Office indicate
the corporation has paid all fees due the Secretary of
State, and so far as the Office of the Secretary of State is
concerned is in good standing and is authorized to do
business in this State.

I further certify that this Certificate is not intended to
reflect the financial condition of this corporation since
this information is not available from the records of this
Office.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -9 AM 10:14

In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,

September 6, 1995

Box McKeithen

ABA

Secretary of State

