

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2002

800-342-8086



PRESSURE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 004414 4321422

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 28, 1996

ORDER TIME : 10:23 AM

ORDER NO. : 004414

CUSTOMER NO: 4321422

CUSTOMER: Carole Greenidge, Legal Asst  
Joseph E. Seagram & Sons, Inc.  
800 Third Avenue  
7th Floor  
New York, NY 10022

600001881846  
-07/02/96--01099--007  
\*\*\*\*122.50 \*\*\*\*122.50

FOREIGN FILINGS

NAME: SEAGRAM ENTERPRISES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

98 7/2  
96 JUL -2 PM 12:32  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

RECEIVED  
96 JUL -2 AM 11:09  
DIVISION OF CORPORATION

**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. SEAGRAM ENTERPRISES, 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. N/A  
(FEI number, if applicable)
4. July 19, 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 817.155, F.S.)
7. c/o Joseph E. Seagram & Sons, Inc.  
800 Third Avenue, Attn: Legal Department  
New York, New York 10022

(Current mailing address)

- The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.
8. Business Corporation Act  
(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: (P.O. Box or Mail Drop Box, NOT acceptable)**

**Name:** Corporation Service Company

**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.*

Corporation Service Company

By: \_\_\_\_\_

*Carol Blaylock*  
(Registered agent's signature)

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.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUL - 2 PM 12:32

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Daniel R. Paladino  
Address: 375 Park Avenue, New York, NY 10152  
Vice Chairman: George E. Bushnoll III  
Address: 800 Third Avenue, New York, NY 10022  
Director: Ann M. Giambusso  
Address: 800 Third Avenue  
New York, NY 10022  
Director:  
Address:

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Edgar Bronfman, Jr.  
Address: 375 Park Avenue,  
New York, NY 10152  
Vice President: Daniel R. Paladino  
Address: 375 Park Avenue  
New York, NY  
Secretary: Daniel R. Paladino  
Address: 375 Park Avenue,  
New York, NY 10152  
Treasurer: Jeananne K. Hauswald  
Address: 375 Park Avenue, New York, NY 10152

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

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

14. Ann M. Giambusso, Assistant Secretary  
(Typed or printed name and capacity of person signing application)

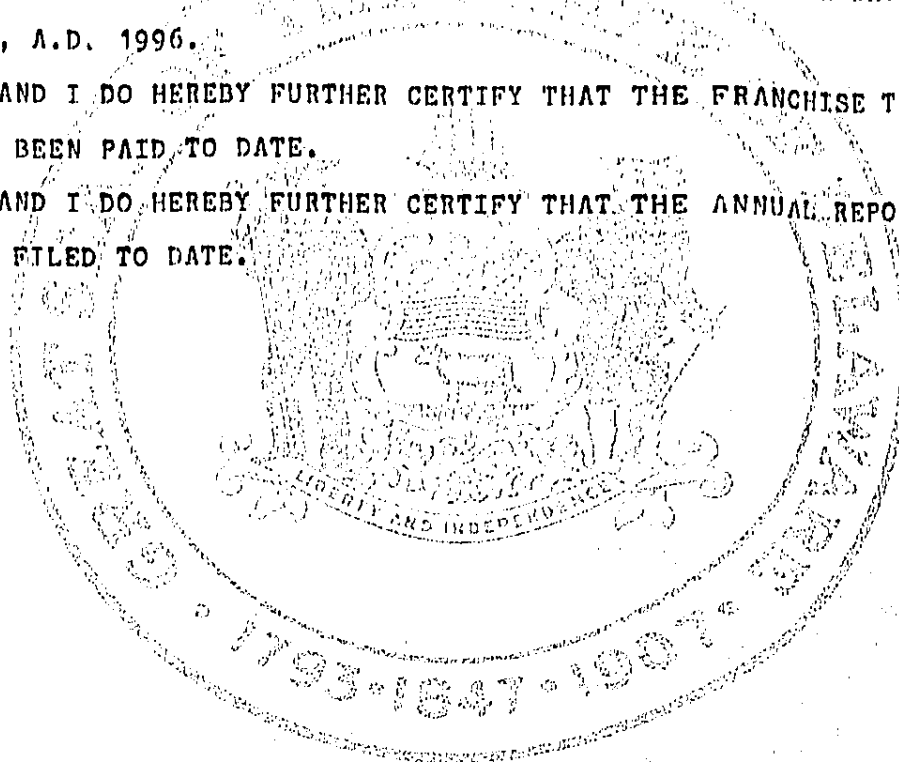
State of Delaware  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SEAGRAM ENTERPRISES, 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 TWENTY-EIGHTH DAY OF JUNE, A.D. 1996.

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

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



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL -2 PM 12:32



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8009494

DATE: 06-28-96