



1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-1971
904-222-1930 FAX

800-142-8086

F96000003682

66 JUL 22 AM 10:00

ACCOUNT NO. : 072100000032 OF CORPORATION

REFERENCE : 022275 4375356

AUTHORIZATION : Patricia Pizite

COST LIMIT : \$ 70.00

ORDER DATE : July 17, 1996

ORDER TIME : 8:52 AM

ORDER NO. : 022275

CUSTOMER NO: 4375356

900001900099

CUSTOMER: Ms. Debra Goldman-levi
The Sillerman Companies
150 East 58th Street

New York, NY 10155

FOREIGN FILINGS

NAME: SFX ACQUISITION CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

96 JUL 22 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

7/22

**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. SFX Acquisition Corporation
(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. _____
(FEI number, if applicable)

4. April 1, 1996
(Date of Incorporation)

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

6. July 9, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 150 East 58th Street, 19th floor
New York, New York 10155
(Current mailing address)

8. All legal and lawful purposes
(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 acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street, Suite 105

Tallahassee, Florida, 32301
(Zip Code)

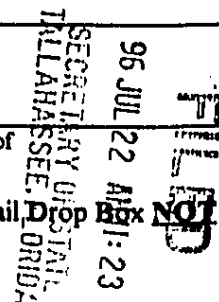
10. Registered agent's acceptance:

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: Vicki Schreiber Asst. V.P.
(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.



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: Robert F. X. Sillerman

Address: 150 East 58th Street, 19th floor NY, NY 10155

Vice Chairman: _____

Address: _____

Director: Howard S. Tytel

Address: 150 East 58th Street, 19th floor New York NY 10155

Director: D. Geoffrey Armstrong

Address: 150 East 58th Street, 19th floor New York, NY 10155

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

^{CEO}
President: Robert F. X. Sillerman

Chairman
Address: 150 East 58th Street, 19th floor

New York, NY 10155

Executive Vice President: D. Geoffrey Armstrong

COO, CFO + Treasurer
Address: 150 East 58th Street, 19th floor

New York, NY 10155

Secretary: Howard S. Tytel

Executive Vice President
Address: 150 East 58th Street, 19th floor

New York, NY 10155

Assistant Secretary, v.p.
Treasurer: Richard A. Liese

Address: 150 East 58th Street, 19th floor, NY, NY 10155

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

13. Richard A. Liese

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

14. Richard A. Liese Vice President, Assistant Secretary
(Typed or printed name and capacity of person signing application)

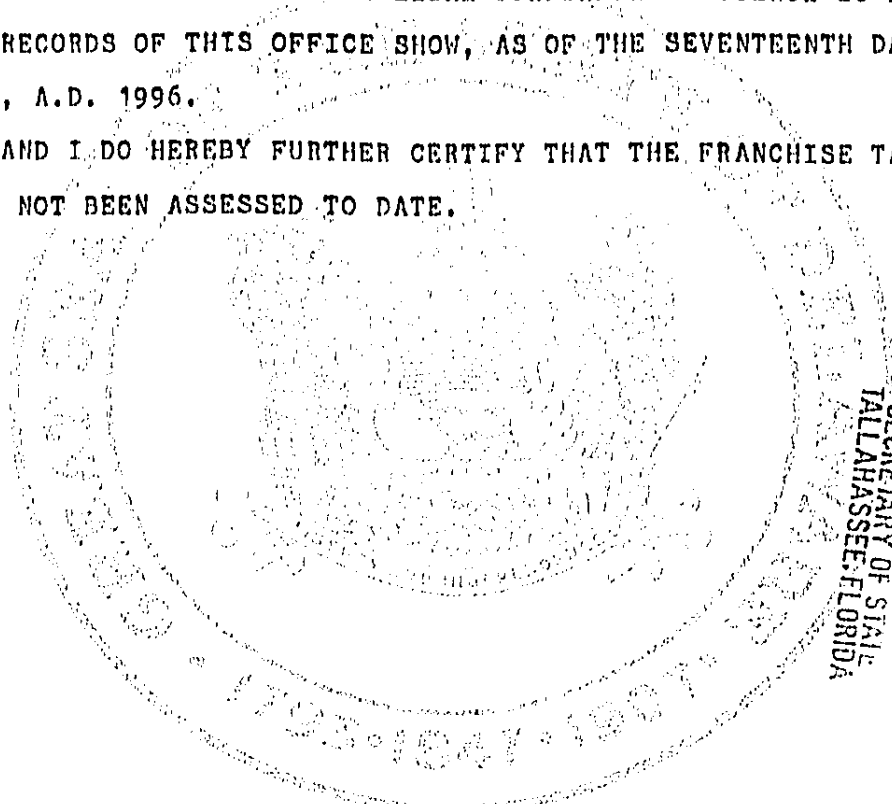
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 "SFX ACQUISITION CORPORATION" 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 SEVENTEENTH DAY OF JULY, A.D. 1996.

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



FILED
96 JUL 22 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

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960207873

AUTHENTICATION: 8030056

DATE: 07-17-96