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FROM: AKERMAN, SENTERFITT & EIDSON, P.A. ACCT#: 075471001363
CONTACT: MARLA R MAYSTER
PHONE: (305)374-5600 FAX #: (305)374-5095

NAME: FLORIDA PANTHERS HOLDINGS, INC.
AUDIT NUMBER......H97000019321
DOC TYPE..........FOREIGN PROFIT QUALIFICATION
CERT. OF STATUS..0 PAGES....... 5
CERT. COPIES......1 DEL.METHOD.. FAX
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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. Florida Panthers Holdings, 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. 65-0676005
(FEI Number, if applicable)

4. 11/14/97
(Date of Incorporation)

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

6. 11/17/97
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.155, F.S.)

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7. 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301
(Current mailing address)

8. All 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:**

Name: Richard L. Handley, Esq.

Office Address: 450 East Las Olas Boulevard
Fort Lauderdale, Florida 33301

Prepared by:
Bradley D. Houser, Esq.
One S.E. Third Avenue, 28th Floor
Miami, Florida 33131
(305) 374-5600
Florida Bar No. 072729

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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.

By: Richard L. Handley, Esq.
Senior Vice President, General Counsel and 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 the above stated corporation is incorporated.

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

A. **DIRECTORS**

Chairman: H. Wayne Huizenga
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

Vice Chairman: Richard C. Rochon
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

Director: Richard H. Evans
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

Director: Steven R. Berrard
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

Director: Dennis J. Callaghan
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

Director: Michael S. Egan
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

Director: Chris Evert
Address: 450 East Las Olas Boulevard

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Fort Lauderdale, FL 33301

Director: Harris W. Hudson
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

Director: George D. Johnson, Jr.
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

Director: Henry Latimer
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

B. OFFICERS

Chief Executive Officer: H. Wayne Huizenga
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

President: Richard H. Evans
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

Senior Vice President and Chief Financial Officer: William M. Pierce
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

Senior Vice President, General Counsel and Secretary: Richard L. Handley
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

Senior Vice President Investor Relations and Communications: J. Ronald Castell
Address: 450 East Las Olas Boulevard
Fort Lauderdale, FL 33301

Vice President and Corporate Controller: Steven M. Dauria
Address: 450 East Las Olas Boulevard

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Fort Lauderdale, FL 33301

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. Richard L. Handley, Senior Vice President, General Counsel and Secretary

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

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State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FLORIDA PANTHERS HOLDINGS, 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 EIGHTEENTH DAY OF NOVEMBER, A.D. 1997.

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

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Edward J. Freel, Secretary of State

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DATE: 11-18-97

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