

Document Number Only

F98000001415

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

500002455335--1

-03/12/98--01059--016

\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

Hallmark Entertainment Network, Inc.

☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other Rec Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☒ Pick Up

☐ Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

PLEASE RETURN EXTRA COPIES  
FILE STAMPED

MAR 12 1998


CR2E031 (1-89)

# 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. Hallmark Entertainment Network, 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. 43-1743244  
(FEI number, if applicable)
4. April 18, 1996  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. February 9, 1998  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 1325 Avenue of the Americas, 21st Floor, New York, New York 10019  
(Current mailing address)
8. Operating office for sales for cable network  
(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

  
(Registered agent's signature) (Officer)

John J. Linnihan, Asst. VP

(Type Name and Title of Officer)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 12 PM 12:34

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: See attached list of directors

Address: \_\_\_\_\_

Vice Chairman: See attached list of directors

Address: \_\_\_\_\_

Director: See attached list of directors

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: See attached list of officers

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 12 PM 12:34

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13.

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

14. Judith Whittacher, Vice President

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

FILED  
SECRETARY OF STATE  
DIVISION OF RECORDS  
98 MAR 12 PM 12:34

**HALLMARK ENTERTAINMENT NETWORK, INC.**

1325 Avenue of the Americas - 21st Floor

New York, NY 10019

1998

Officers and Directors

OFFICERS	OFFICE	RESIDENCE ADDRESS
George Stein	President	5670 Greenwood Plaza Blvd Englewood, CO 80111
Peter von Gal	Vice President	1325 Avenue of the Americas 21st Floor New York, NY 10019
Anthony W. Guido	Vice President	1325 Avenue of the Americas 21st Floor New York, NY 10019
Judith Whittaker	Vice President, Secretary	2501 McGee Trafficway Kansas City, MO 64108
Dwight Arn	Assistant Secretary	2501 McGee Trafficway Kansas City, MO 64108
Deanne R. Stedem	Vice President Assistant Secretary	2501 McGee Trafficway Kansas City, MO 64108
William J. Aliber	Vice President	2501 McGee Trafficway Kansas City, MO 64108
James B. Overman	Assistant Secretary	2501 McGee Trafficway Kansas City, MO 64108
Vickie Young	Assistant Secretary	2501 McGee Trafficway Kansas City, MO 64108
Meg Louis	Assistant Secretary	1325 Avenue of the Americas 21st Floor New York, NY 10019
Kathy Tomei	Assistant Secretary	2501 McGee Trafficway Kansas City, MO 64108
E. Bruce McKinney	Treasurer	2501 McGee Trafficway Kansas City, MO 64108

FILED  
SECRETARY OF STATE  
MAR 13 PM 12:34

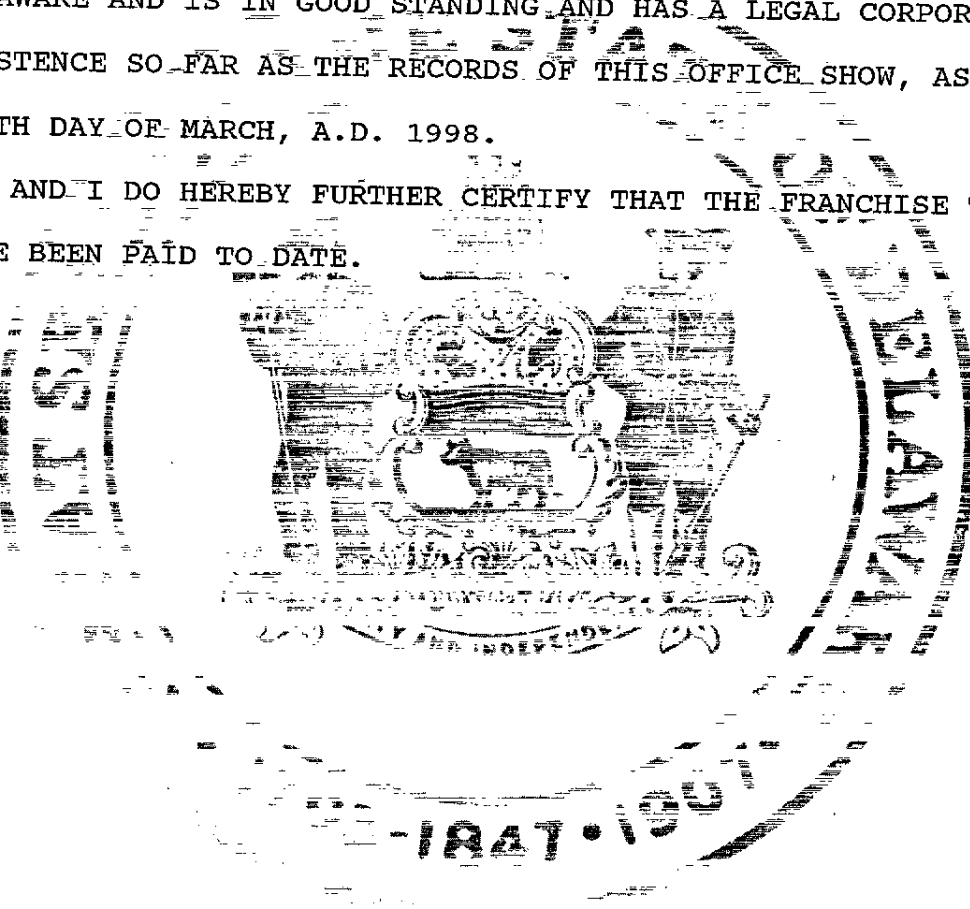
<b>OFFICERS</b>	<b>OFFICE</b>	<b>RESIDENCE ADDRESS</b>
E. Bruce McKinney	Treasurer	2501 McGee Trafficway Kansas City, MO 64108
Richard B. Chalker	Tax Officer, Assistant Secretary	2501 McGee Trafficway Kansas City, MO 64108
Timothy Clyne	Assistant Tax Officer	1325 Avenue of the Americas 21st Floor New York, NY 10019
<b>DIRECTORS</b>		<b>RESIDENCE ADDRESS</b>
Irvine O. Hockaday, Jr.		2501 McGee Trafficway Kansas City, MO 64108
Robert J. Druten		2501 McGee Trafficway Kansas City, MO 64108
Robert A. Halmi, Jr.		1325 Avenue of the Americas 21st Floor New York, NY 10019

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 98 MAR 12 PM 12:34

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HALLMARK ENTERTAINMENT NETWORK, 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 TENTH DAY OF MARCH, A.D. 1998.

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



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 12 PM 12:34



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 8962035

2614905 8300

981090686

03-10-98