



THE UNITED STATES  
CORPORATION  
COMPANY

F980000003279

ACCOUNT NO. : 072100000032

REFERENCE : 851120 4816304

AUTHORIZATION :

*Patricia Pujot*

COST LIMIT : \$ 78.75

ORDER DATE : June 10, 1998

ORDER TIME : 2:05 PM

100002555231--5

ORDER NO. : 851120-005

CUSTOMER NO: 4816304

CUSTOMER: Ms. Mary A. Chamberlain  
Foley & Lardner  
3000 K Street, N.w.  
Ste. 500  
Washington, DC 20007

FILED  
98 JUN 10 PM 3:05  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

W  
6/10

FOREIGN FILINGS

NAME: BET ACQUISITION CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
XX        CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

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98 JUN 10 PM 2:36  
DIVISION OF CORPORATION

## TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: BET Acquisition Corp.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Mary Chamberlain

(Name of Person)

Foley & Lardner

(Firm/Company)

3000 K Street, Suite 500

(Address)

Washington, D.C. 20007

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Mary Chamberlain

(Name of Person)

at ( 202 ) 945-6152

(Area Code & Daytime Telephone Number)

### COURIER ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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. BET Acquisition Corp.  
(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. July 23, 1991  
(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 817.1503))
7. \_\_\_\_\_  
One BET Plaza  
1900 W Place, N.E. Washington, D.C. 20018-1211  
(Current mailing address)
8. any lawful activity permitted by the state.  
(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  
  
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.*

Laura R. Duns

(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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TALLAHASSEE FLORIDA

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: \_\_\_\_\_

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

Vice Chairman: \_\_\_\_\_

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

Director: Robert L. Johnson

Address: One BET Plaza, 1900 W Place, NE

Washington, D.C. 20018-1211

Director: Herbert Wilkins

Address: One BET Plaza, 1900 W Place, NE

Washington, D.C. 20018-1211

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

President: Robert L. Johnson

Address: One BET Plaza, 1900 W Place, NE

Washington, D.C. 20018-1211

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

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

Secretary: Debra L. Lee

Address: One BET Plaza, 1900 W Place, NE

Washington, D.C. 20018-1211

Treasurer: William T. Gordon

Address: One BET Plaza, 1900 W Place, NE

Washington, D.C. 20018-1211

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. Debra Lee, President & COO

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

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TALLAHASSEE FLORIDA

*State of Delaware*  
*Office of the Secretary of State*

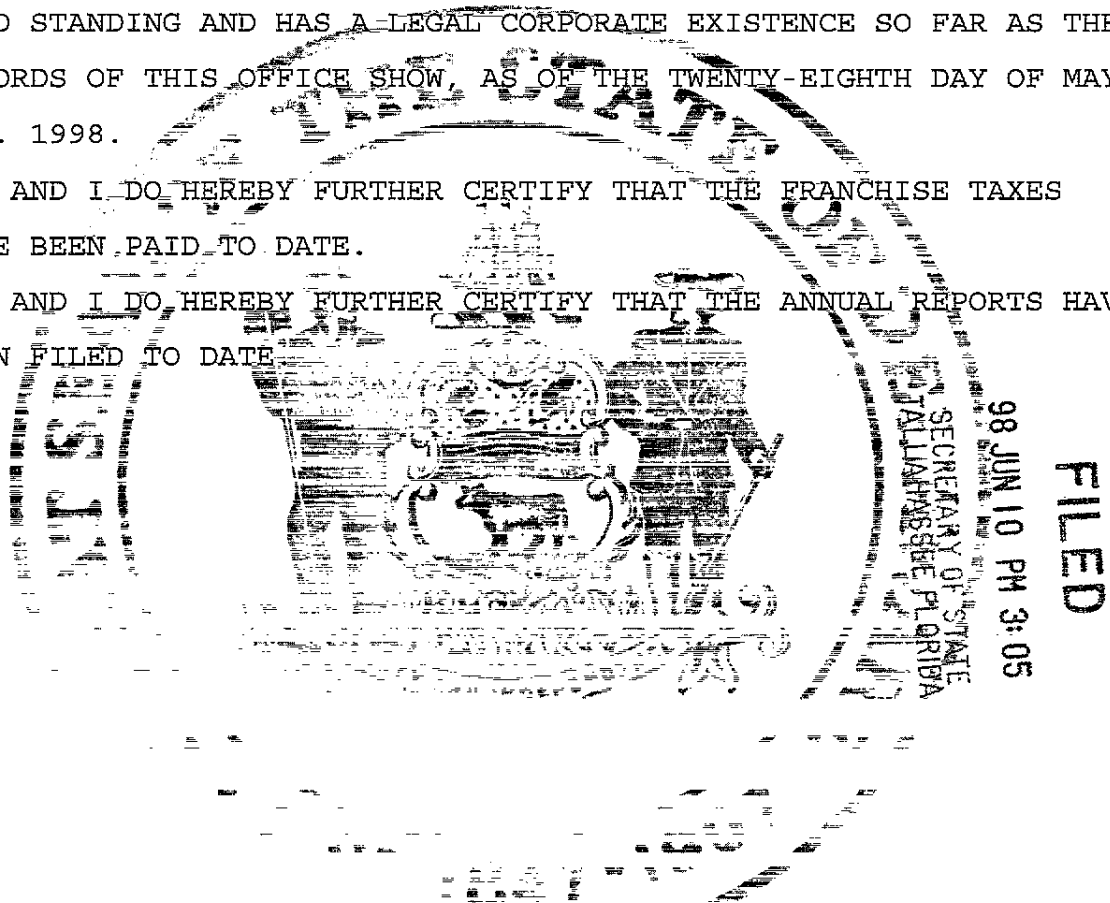
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BET ACQUISITION CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-EIGHTH DAY OF MAY, A.D. 1998.

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.



98 JUN 10 PM 3:05

FILED

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05-28-98



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: