



THE UNITED STATES  
CORPORATION  
COMPANY

999000003999

ACCOUNT NO. : 072100000032

REFERENCE : 303424 4373439

AUTHORIZATION :

COST LIMIT : \$ 70

ORDER DATE : July 12, 1999

ORDER TIME : 11:03 AM

ORDER NO. : 303424-005

CUSTOMER NO: 4373439

000002950330--7

CUSTOMER: Ms. Dalia Sussman  
Akin, Gump, Strauss, Hauer &  
19th Floor  
590 Madison Avenue  
New York, NY 10022

FOREIGN FILINGS

NAME: AP CENTURY IV OPERATING  
CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

FILED  
99 AUG -4 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED  
99 AUG -4 AM 11:31  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE FLORIDA

**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. AP CENTURY IV OPERATING 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. 521858077

(FEL number, if applicable)

4. 09-22-93

(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 APOLLO ADVISORS

2 MANHATTANVILLE ROAD, PURCHASE, NY 10577

(Current mailing address)

8. INVESTMENTS

(Purpose(s) of corporation authorized in home state or country to be carried out in 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.*

Corporation Service Company

By: *Carol K. Dole*

(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)

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TALLAHASSEE, FLORIDA

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

Chairman: See attached officers/directors rider

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

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

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

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

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

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

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

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

President: See attached officers/directors rider

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

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

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

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

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

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

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

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TALLAHASSEE FLORIDA

**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. RONALD J. SOLOTRUK, VICE PRESIDENT

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

**OFFICERS AND DIRECTORS  
OF  
AP CENTURY IV OPERATING CORPORATION**

**Officers:**

Names	Office
John J. Hannan 1301 Avenue of the Americas New York, New York 10019	President
Michael D. Weiner 1999 Avenue of the Stars Suite 1900 Los Angeles, California 90067	Vice President and Secretary
Lee Neibart 1301 Avenue of the Americas New York, New York 10019	Vice President and Assistant Secretary
Richard Mack 1301 Avenue of the Americas New York, New York 10019	Vice President
Stuart Koenig 1301 Avenue of the Americas New York, New York 10019	Vice President
Ronald J. Solotruk 2 Manhattanville Road Purchase, New York 10577	Vice President and Controller
Robert S. Bodey 2 Manhattanville Road Purchase, New York 10577	Vice President and Assistant Controller
Michelle M. Hsu 1999 Avenue of the Stars Suite 1900 Los Angeles, California 90067	Vice President
Andrew Cohen 1301 Avenue of the Americas New York, New York 10019	Vice President and Assistant Secretary

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Directors:

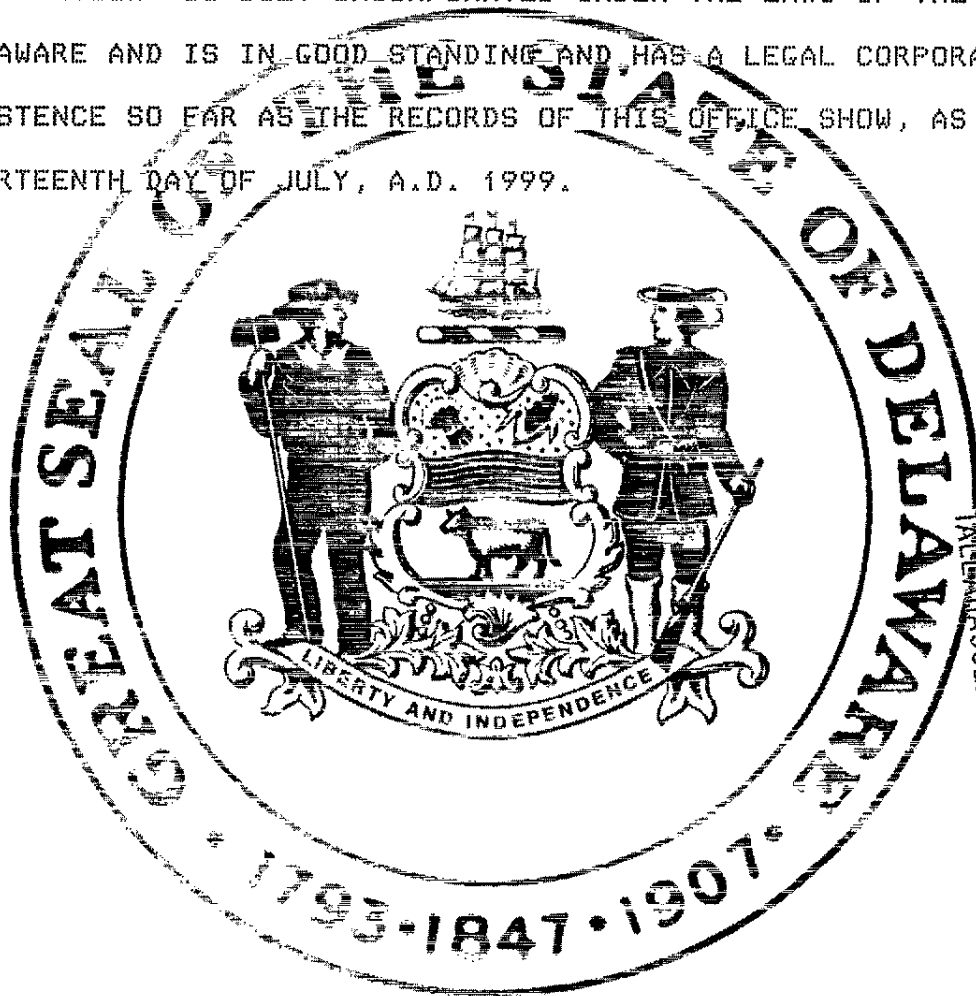
John J. Hannan  
1301 Avenue of the Americas  
New York, New York 10019

Michael D. Weiner  
1999 Avenue of the Stars  
Suite 1900  
Los Angeles, California 90067

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AP CENTURY IV OPERATING 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 THIRTEENTH DAY OF JULY, A.D. 1999.



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SECRETARY OF STATE  
TALLAHASSEE FLORIDA



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9860070

DATE:

07-13-99