

STATE of WASHINGTON



SECRETARY of STATE

Corporation Name:

INTERNET ENTERTAINMENT GROUP, LTD.
% C T CORPORATION SYSTEM
520 PIKE STREET
SEATTLE WA 98101

U.B.I. Number:
601 675 248

**CERTIFICATE OF
REVOCATION OF AUTHORITY
TO DO BUSINESS IN WASHINGTON**

In accordance with RCW 23B.15.310, the certificate of authority of the above corporation
is hereby revoked as of July 08, 1996.

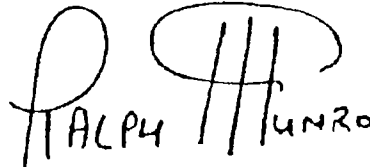
This action was taken due to the failure of the corporation to file an initial list of
officers/directors within the time set forth by law.

A copy of this certificate is on file in this office:

Corporations Division
Office of the Secretary of State
505 E. Union Avenue PM-21
Olympia, Washington 98504-0419
(206) 753-7115

0100 9570

*Given under my hand and the seal of the State
of Washington at Olympia, the State Capital.*


RALPH MUNRO

Ralph Munro, Secretary of State

STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, *Secretary of State of the State of Washington and custodian of its seal*,
hereby issue this

CERTIFICATE OF AUTHORITY

to

INTERNET ENTERTAINMENT GROUP, LTD.

a Delaware Profit corporation. An Application for this Certificate of Authority
to transact business or conduct affairs in Washington State was filed for record in this office
on the date indicated below.

UBI Number: 601 675 248

Date: December 07, 1995



*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*

RALPH MUNRO

Ralph Munro, Secretary of State

0-100957-0

201 175 248

Val: 12/07/1995 - 47096
\$20.00 on 12/07/1995
Check - 12/06/1995 - 1941

SECRETARY
of STATE



C-1069157-0

FILED
STATE OF WASHINGTON

DEC 07 1995

RALPH M. JACO
SECRETARY OF STATE

Corporations Division
Office of the Secretary of State
505 E. Union, 2nd Floor
P.O. Box 40234
Olympia, WA 98504-0234
Information: (206) 753-7115

APPLICATION FOR CERTIFICATE OF AUTHORITY TO DO BUSINESS IN WASHINGTON

Pursuant to RCW 23B.15.030 of the Washington Business Corporation Act, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the state of Washington, and for that purpose submits the following:

Val: 12/07/1995 - 47097
\$175.00 on 12/07/1995
Check - 12/06/1995 - 142

1. The name of the corporation, as recorded in the jurisdiction of incorporation, is:

Internet Entertainment Group, Ltd.

2. If the corporation's legal name is unavailable or does not meet the requirements of RCW 23B.15.060, the name the corporation adopts for use in Washington is:

(Note: A copy of the resolution adopted by the board of directors, certified by its secretary, adopting the fictitious name must accompany this application.)

3. The state or country of incorporation is: Delaware

4. The date of incorporation was: 11/17/95 ; its period of duration is: Perpetual

5. The street address of the principal office (wherever located) of the corporation is:

Number & Street 601 Gateway Boulevard, Suite 260

City South San Francisco State California Zip Code 94080

6. The name of the initial registered agent is: C T Corporation System

(Note: The registered agent, appointed above, must reside in the State of Washington and sign the consent to appointment as registered agent on page 2)

7. The initial registered office of the corporation which address is identical to the business office of the registered agent in Washington, is:

Number & Street c/o C T Corporation System, 520 Pike Street

City Seattle State WASHINGTON Zip Code 98101

7a. (Optional) The post office box address, located in the same city as the Washington registered office address, which may be used for mailing purposes only, is:

P.O. Box # _____

City _____ State WASHINGTON Zip Code _____

8. The date the corporation started/will start doing business in Washington is: Upon Qualification

9. The current officers and directors names and usual business addresses are:

President Seth Warshavsky, 1200 5th Avenue, Suite 1206, Seattle, Washington 98101
Name Address City State Zip

Vice-Pres _____
Name Address City State Zip

Secretary Dana L. Pierson, 601 Gateway Boulevard, Suite 260, South San Francisco, CA 94080
Name Address City State Zip

Treasurer _____
Name Address City State Zip

Chair, Bd. Directors _____
Name Address City State Zip

Directors _____
Name Address City State Zip

Name Address City State Zip

(Attach additional pages if necessary)

10. Attached is a certificate of existence (or document of similar import), issued no more than sixty (60) days before the application, **duly authenticated** by the Secretary of State or other official having custody of corporate records in the state or country of incorporation.

11. This application will be effective upon filing, unless a date and/or time is specified: _____

(Note: Extended effective date may not be set at more than 90 days beyond the date the document is stamped "Filed" by the Secretary of State)

Dated: Dec. 4, 1995

Dana L. Pierson
(Signature of person authorized to sign)

Dana L. Pierson, Secretary
(Type or Print Name and Title)

CONSENT TO APPOINTMENT AS REGISTERED AGENT

(Note: Must be completed and signed by appointed registered agent shown on line 6)

I, C T Corporation System, hereby consent to serve as Registered Agent in Washington for the corporation herein named. I understand that as agent for the corporation, it will be my responsibility to accept Service of Process on behalf of the corporation; to forward corporate license renewals and other mail to the corporation; and to immediately notify the Office of the Secretary of State in the event of my resignation or of any changes in the Registered Office address.

C T CORPORATION SYSTEM
By: Naseem A. Conde
(Signature of Registered Agent)

NASEEM A. CONDE
SPECIAL ASST. SECRETARY
(Print Name and Title)

12.6.95
(Date)

Additional Information:

If any Washington State Agency has issued an UBI (Unified Business Identifier) number to this corporation, please list that number: UBI # N/A

If the number was issued to this corporation under another name, please list that name:

N/A

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTERNET ENTERTAINMENT GROUP, LTD." 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 TWENTIETH DAY OF NOVEMBER, A.D. 1995.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2562968 8300

AUTHENTICATION: 7718154

950269232

DATE: 11-20-95

1995 3191 0057 0003



STATE OF WASHINGTON
DEPARTMENT OF LICENSING
MASTER LICENSE SERVICE
Renewal Agent for SECRETARY OF STATE

97 248 01518

9728-W 98101
OFFICE USE ONLY
4875 000 400 090597 55.00
010 - 600 - 371 - 5000

**PROFIT CORPORATION
LICENSE RENEWAL & ANNUAL REPORT**

Profit Corporation Name, Registered Agent & Registered Office Address
0036358 AV WA 98101 98101-4001

INTERNET ENTERTAINMENT GROUP, INC
C/O C.T. CORPORATION SYSTEM
520 PIKE ST
SEATTLE WA 98101-4001

Unified Business ID # 601 675 248
Corporation Account #: 01048933
State of Incorporation: DE
Date of WA Inc /Auth.: 08-27-1996
Expiration Date: 08-31-1997

If the registered agent and/or office address shown above has changed, mark the box and complete the reverse side.

Submit completed renewal/annual report & fees by the expiration date to avoid \$25.00 late fee, or possible dissolution/revocation.

LICENSE RENEWAL SECTION

* After renewal your new expiration date will be: 08-31-1998

FOREIGN PROFIT CORPORATION

RENEWAL APPLICATION FEE

RECEIVED

SEP 04 1997

MASTER LICENSE SERVICES

\$50.00

9.00

FAILURE TO RETURN COMPLETED FORM AND PAY FEES BY THE EXPIRATION DATE WILL RESULT IN DELINQUENCY FEES AND MAY LEAD TO REVOCATION OF YOUR CERTIFICATE OF AUTHORITY.

Make check payable to STATE TREASURER in U.S. FUNDS only

TOTAL FEES DUE \$59.00

FEES & REPORT REQUESTED BY: 08-15-1997

ANNUAL REPORT SECTION

you must COMPLETE THE ENTIRE SECTION Below each year. Type or print legibly in dark ink.

Telephone number of corporation: 206 612 3585

Address: 2625 EAST AVE FLOSO SEATTLE WA 98101

Office address in the state of incorporation: COGATEWAY BLDG #200 SAN FEO, CA 94080

Business description in Washington: INTERNET CONTENT PROVIDED

Bank with which to deposit all corporate deposits (attach additional sheets if necessary, include your UBIT on each page)

55TH WADSWORTH 3100 1ST AVE # 2304 SEATTLE WA 98121

JACK E BARRETT 11750 CHIMNEY BLVD # 2100 LISIANSIES CA 94025

DANA L PEARSON COGATEWAY BLDG # 200 SAN FEO CA 94080

MAGNIF CHAN 661 GATEWAY BLVD # 200 SAN FEO CA 94080

[Signature]
PRESIDENT 8-29-97
DATE SIGNED

X OFFICE OF THE SECRETARY OF STATE (NAME MUST APPEAR IN ANNUAL REPORT)

Please return to: DEPARTMENT OF LICENSING
MASTER LICENSE SERVICE
PO BOX 9034
OLYMPIA WA 98507-9034
Phone: (360) 753-5388

The Department of Licensing has a policy of providing equal access to its services. If you have any questions, please call (360) 753-5388 or TDD (360) 500-2788.
WAC 206-102 CORPORATE LICENSE RENEWAL (Rev 007) Page 1 of 2

STATE of WASHINGTON



SECRETARY of STATE

Corporation Name:

INTERNET ENTERTAINMENT GROUP, INC.
% C T CORPORATION SYSTEM
520 PIKE ST
SEATTLE WA 98101

U.B.I. Number:
601 675 248

**CERTIFICATE OF
REVOCATION OF AUTHORITY
TO DO BUSINESS IN WASHINGTON**

In accordance with RCW 23B.15.310, the certificate of authority of the above corporation
is hereby revoked as of March 13, 2001.

This action was taken due to the failure of the corporation to file an initial list of
officers/directors within the time set forth by law.

A copy of this certificate is on file in this office:

Corporations Division
Office of the Secretary of State
PO Box 40234
Olympia, Washington 98504-0234
(360) 753-7115

0134 9877

*Given under my hand and the seal of the State
of Washington at Olympia, the State Capital.*

Sam Reed, Secretary of State

STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, *Secretary of State of the State of Washington and custodian of its seal*, hereby issue this

CERTIFICATE OF AUTHORITY

to

INTERNET ENTERTAINMENT GROUP, INC.

a Delaware Profit Corporation. A Certificate of Authority was filed for record in this office on the date indicated below.

UBI Number: 601 675 248

Date: August 24, 2000



*Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital*

A handwritten signature in black ink, appearing to read "Ralph Munro". The signature is written over a horizontal line.

Ralph Munro, Secretary of State



**STATE OF WASHINGTON
SECRETARY OF STATE**

Ralph Munro, Secretary of State

- Please PRINT or TYPE in black ink
- Sign, date and return original AND ONE COPY to:

CORPORATIONS DIVISION
505 E. UNION · PO BOX 40234
OLYMPIA, WA 98504-0234

AUG 24 2000

- BE SURE TO INCLUDE FILING FEE. Checks should be made payable to "Secretary of State"

**CERTIFICATE OF AUTHORITY
FOREIGN PROFIT CORPORATION**

(Per Chapter 23B.15 RCW)

FEE: \$175

EXPEDITED (24-HOUR) SERVICE AVAILABLE - \$20 PER ENTITY
INCLUDE FEE AND WRITE "EXPEDITE" IN BOLD LETTERS
ON OUTSIDE OF ENVELOPE

FOR OFFICE USE ONLY

FILED: / /	UBI: 601 675 248
CORPORATION NUMBER: 0134987-7	

IMPORTANT! Person to contact about this filing Sally Stollman	Daytime Phone Number (with area code) (650)869-3619
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NAME OF CORPORATION (As Recorded in the State/Country of Incorporation) Internet Entertainment Group, Inc.	ORIGINALLY INCORPORATED IN: State/Country DE ON: Date 11/17/95
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NOTE: If the name listed above is unavailable in Washington state or does not meet the requirements of 23B.15 RCW, please provide the name the corporation adopts for use in Washington State. You must also attach a Board of Directors Resolution approving the use of an alternate name.

NAME THE CORPORATION ADOPTS FOR USE IN WASHINGTON STATE	APPROVED BY DIRECTORS <input type="checkbox"/> Resolution Attached
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PRINCIPAL OFFICE ADDRESS OF CORPORATION (Street Address Required - Please Do Not Use PO Box)

Address 2025 First Avenue, Suite 1050
City Seattle State or Country WA ZIP or Postal Code 98121

EFFECTIVE DATE OF CERTIFICATE OF AUTHORITY (Specified effective date may be up to 90 days AFTER receipt of the document by the Secretary of State)

Specific Date: _____ Upon filing by the Secretary of State

PERIOD OF DURATION (Check one only) Perpetual _____ Years (indicate number of years)

DATE CORPORATION BEGAN DOING BUSINESS IN WASHINGTON STATE
Date Originally 12/7/95 via 8/31/00

CERTIFICATE OF EXISTENCE Attached is an original Certificate of Existence, issued no more than 60 days prior to this application, duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country of incorporation.

NAME AND ADDRESS OF WASHINGTON STATE REGISTERED AGENT

Name C T Corporation System
Street Address (Required) 520 Pike Street City Seattle State WA ZIP 98101
PO Box (Optional - Must be in same city as street address) _____ ZIP (If different than street ZIP) _____

I consent to serve as Registered Agent in the State of Washington for the above named corporation. I understand it will be my responsibility to accept Service of Process on behalf of the corporation; to forward mail to the corporation; and to immediately notify the Office of the Secretary of State if I resign or change the Registered Office Address.

By: Naseem A. Conde NASEEM A. CONDE 8-23-00
Signature of Agent Printed Name SPECIAL ASST. SECRETARY Date

NAMES AND ADDRESSES OF ALL CURRENT OFFICERS AND DIRECTORS (If necessary, attach additional names and addresses)

Name See Attached Sheet
Address _____ City _____ State _____ ZIP _____

SIGNATURE OF OFFICER OR CHAIRPERSON

This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.

Dana L. Pierson Dana L. Pierson Secretary 8/16/00
Signature of Officer/Chairperson Printed Name Title Date

CORPORATIONS INFORMATION AND ASSISTANCE - 360/753-7115 (TDD - 360/753-1485)

FOR OFFICE USE ONLY

FOR OFFICE USE ONLY

Check

Val: 08/24/2000 - 161129
195.00 01 08/24/2000
08/23/2000 1390421

1897.1
2000

**CERTIFICATE OF AUTHORITY
FOREIGN PROFIT CORPORATION
Continued**

Internet Entertainment Group, Inc.

Names and addresses of all current officers and directors:

Director and President:	Seth Warshavsky 2025 First Avenue, Suite 1050 Seattle, WA 98121
Director and Treasurer:	Mark F. Cohn 601 Gateway Boulevard, Suite 260 South San Francisco, CA 94080
Vice President:	Jack E. Garrett 11755 Wilshire Boulevard, Suite 1350 Los Angeles, CA 90025
Secretary:	Dana L. Pierson 601 Gateway Boulevard, Suite 260 South San Francisco, CA 94080

1897. 2
2000

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INTERNET ENTERTAINMENT GROUP, 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 TWENTY-SECOND DAY OF AUGUST, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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



Edward J. Freel
Edward J. Freel, Secretary of State

2562968 8300

AUTHENTICATION: 0631053

001423120

DATE: 08-22-00