

# State of Idaho

## Department of State

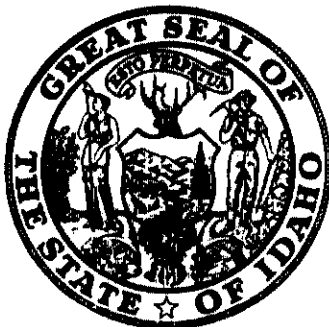
CERTIFICATE OF AUTHORITY  
OF

CEVAXS U.S. CORPORATION  
File number C 106639

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of CEVAXS U.S. CORPORATION for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to CEVAXS U.S. CORPORATION to transact business in this State under the name CEVAXS U.S. CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated: June 13, 1994



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Alta Sibley*

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

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SEC. OF STATE

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To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Cevaxs U.S. Corporation

2. The name which it shall use in Idaho is --

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Delaware

4. The date of its incorporation is December 19, 1991 and the period of its duration, if other than perpetual, is Perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is c/o The Prentice-Hall Corporation System, Inc. 32 Lockerman Square, Ste. L-100, Dover, DE 19901

6. The address to which correspondence should be addressed, if different than item 5, is

7. The street address of its proposed registered office in Idaho is c/o The Prentice-Hall Corporation System, Inc., 877 Main Street, Boise, Idaho 83702-5858, and the name of its proposed registered agent in Idaho at that address is The Prentice-Hall Corporation System, Inc.

8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are: Retail rental of video tapes

(Continued on reverse)

Submit applications and certificate of status

Office of the Secretary of State  
Division of Corporations

Secretary of State use only

IDAHO SECRETARY OF STATE

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CK #: 25779 CUST# 27307

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# : C

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
Jack M. Silverman	President	11425 Mathis, Ste. 405, Dallas, TX 75234
Jack M. Silverman	Secretary	"
Jack M. Silverman	Director	"

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This application is accompanied by a Certificate of Corporate Status or Existence, dated within 90 days, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: May 19, 1994

Cevaxs U.S. Corporation  
 (Corporation name)

By [Signature]  
 its President/Vice-President (please specify)

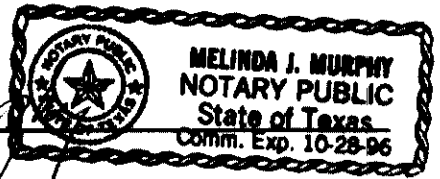
and [Signature]  
 its Secretary/Assistant Secretary (please specify)

STATE OF TEXAS )  
 ) ss:  
 COUNTY OF DALLAS )

I, MELINDA J. MURPHY, a notary public, do hereby certify that on this 19<sup>TH</sup> day of MAY, 19 94, personally appeared before me JACK SILVERMAN, who being by me first duly sworn, declared that (s)he is the PRESIDENT/SECRETARY of CEVAXS U.S. CORPORATION

that (s)he signed the foregoing documents as PRESIDENT/SECRETARY of the corporation and that the statements therein contained are true.

Melinda J. Murphy  
 Notary Public

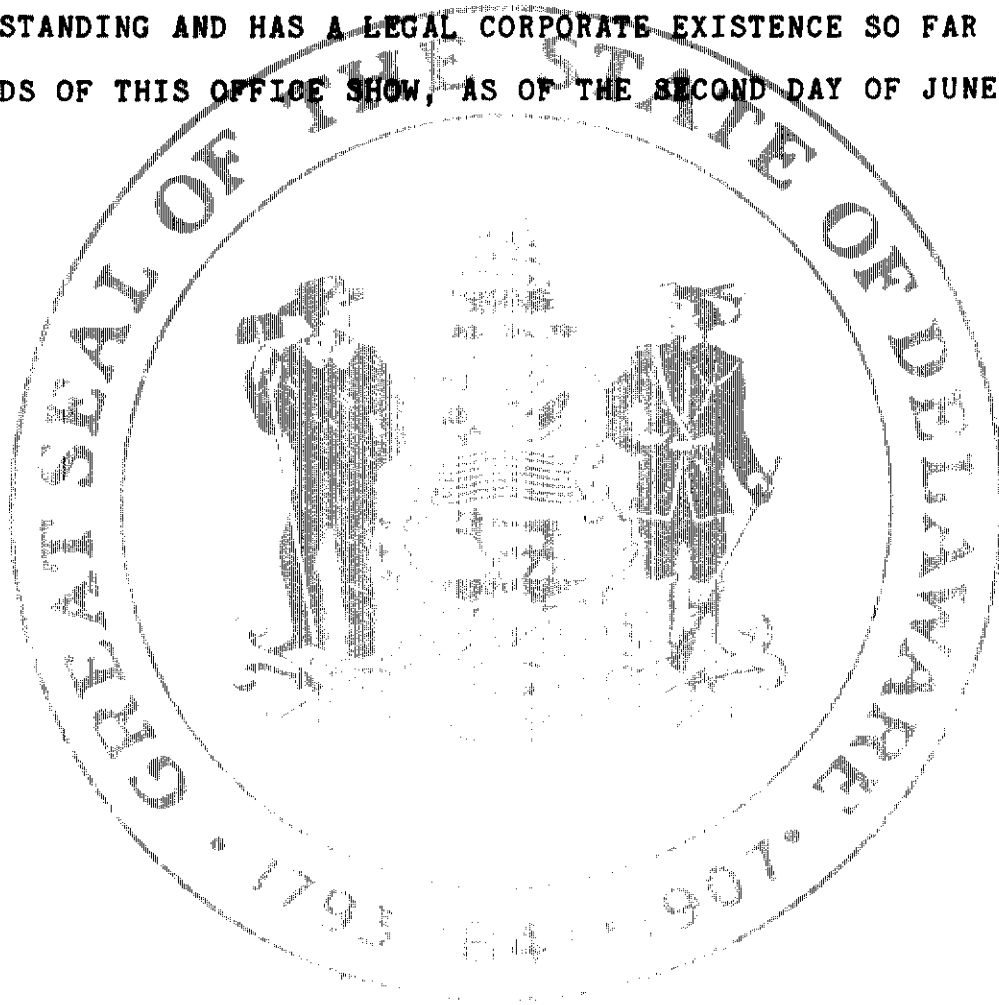


Office of the Secretary of State

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SEC. OF STATE

JUN 13 AM 8:40

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CEVAXS U.S. 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 SECOND DAY OF JUNE, A.D. 1994.



*William T. Quillen*

William T. Quillen, Secretary of State

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AUTHENTICATION: 7138023

DATE: 06-02-94