

MAY 25 2006

**STATEMENT AND DESIGNATION  
BY FOREIGN CORPORATION**

Kongregate Inc.

(Name of Corporation)

\_\_\_\_\_, a corporation organized and existing under the  
laws of Delaware, makes the following statements and designation:  
(State or Place of Incorporation)

1. The address of its principal executive office is 430 Fillmore St., Unit C, San Francisco, CA 94117
2. The address of its principal office in the State of California is 430 Fillmore St., Unit C, San Francisco, CA 94117

**DESIGNATION OF AGENT FOR SERVICE OF PROCESS IN THE STATE OF CALIFORNIA**

(Complete either Item 3 or Item 4.)

3. (Use this paragraph if the process agent is a natural person.)

Alisa Won, Esq., Winston & Strawn LLP, a natural person residing in the State of  
California, whose complete address is 101 California Street, Suite 3900,  
San Francisco, California 94111, is designated as agent upon whom process directed to  
this corporation may be served within the State of California, in the manner provided by law.

4. (Use this paragraph if the process agent is a corporation.)

\_\_\_\_\_, a corporation organized and existing  
under the laws of \_\_\_\_\_, is designated as agent upon whom process directed  
to this corporation may be served within the State of California, in the manner provided by law.

**NOTE: Corporate agents must have complied with California Corporations Code Section 1505 prior to designation.**

5. It irrevocably consents to service of process directed to it upon the agent designated above, and to service of process on the Secretary of State of the State of California if the agent so designated or the agent's successor is no longer authorized to act or cannot be found at the address given.

  
(Signature of Corporate Officer)

James F. Greer, President

(Typed Name and Title of Officer Signing)

# Delaware

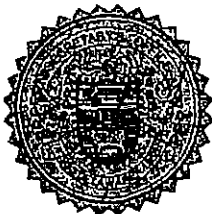
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## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KONGREGATE 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-THIRD DAY OF MAY, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "KONGREGATE INC." WAS INCORPORATED ON THE TWENTY-SECOND DAY OF MAY, A.D. 2006.

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



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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4766683

DATE: 05-23-06