

DEC 15 2004

Kevin Shelley
KEVIN SHELLEY, Secretary of State

**STATEMENT AND DESIGNATION
BY FOREIGN CORPORATION**

THEFACEBOOK, INC., WHICH WILL DO BUSINESS IN CALIFORNIA AS DELAWARE THEFACEBOOK, 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 1743 Westbrook Ave, Los Altos, CA 94024

2. The address of its principal office in the State of California is 1743 Westbrook Ave, Los Altos, CA 94024

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.)

Sean Parker, a natural person residing in the State of
California, whose complete address is 1743 Westbrook Ave, Los Altos, CA 94024
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.

Sean Parker
(Signature of Corporate Officer)

Sean Parker, President
(Typed Name and Title of Officer Signing)

Delaware

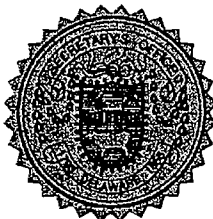
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THEFACEBOOK, 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 FIFTEENTH DAY OF DECEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THEFACEBOOK, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF JULY, A.D. 2004.

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



3835815 8300

040909836

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3552648

DATE: 12-15-04