

**FD30000041098**

Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 205-0383

From: Account Name : C T CORPORATION SYSTEM  
Account Number : FCA000000023  
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SECRETARY OF STATE  
FAX CLASSIFICATION

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DIVISION OF CORPORATIONS

**FOREIGN PROFIT QUALIFICATION**

ThinkDirectMarketing, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

*Handwritten initials/signature*

**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. THINKDIRECTMARKETING, INC.  
(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 3. 22-3613777  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. OCTOBER 14, 1998 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON FILING  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 257 Park Avenue South, 12th Floor, New York, NY 10010  
(Principal office address)  
257 Park Avenue South, 12th Floor, New York, NY 10010  
(Current mailing address)

8. To engage in any lawful act or activity  
(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: CT Corporation System  
Office Address: 1200 South Pine Island Road,  
Plantation, Florida 33324  
(City) (Zip code)

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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.*

By: James A. Bordonaro  
(Registered agent's signature) **James A. Bordonaro**  
Assistant Secretary

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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Peter DeCrescenzo  
Address: 257 Park Avenue South, 12th Floor  
New York, NY 10010

Vice Chairman:  
Address:

Director:  
Address:

Director:  
Address:

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B. OFFICERS

President: Peter DeCrescenzo  
Address: 257 Park Avenue South, 12th Floor  
New York, NY 10010

Vice President: Vincent DeCrescenzo, Sr.  
Address: 257 Park Avenue South, 12th Floor  
New York, NY 10010

Secretary: Mark Alan Siegel  
Address: 1900 Corporate Blvd., Suite 400E, Boca Raton, FL 33431

Treasurer: Vincent DeCrescenzo, Sr.  
Address: 257 Park Avenue South, 12th Floor, NY, NY 10010

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)

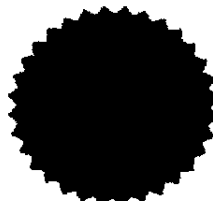
14. Vincent DeCrescenzo, Sr., Vice President  
(Typed or printed name and capacity of person signing application)

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THINKDIRECTMARKETING, 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 THIRTEENTH DAY OF JUNE, A.D. 2003.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2471614

DATE: 06-13-03

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