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Florida Department of State
Division of Corporations
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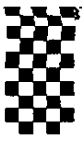
THE BRAND EXPERIENCE COMPANY

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September 22, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORPORATION SERVICE COMPANY

SUBJECT: THE BRAND EXPERIENCE COMPANY
REF: W06000041777

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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**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. The Brand Experience Company

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

THE BRAND MARKETING EXPERIENCE COMPANY

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 20-5351039

(FBI number, if applicable)

4. July 31, 2006

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6.

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 115 E. Travis Street, Suite 1111, San Antonio, TX 78205

(Principal office address)

115 E. Travis Street, Suite 1111, San Antonio, TX 78205

(Current mailing address)

8. doing business in Florida

(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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

Florida 32301

(Zip code)

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.



(Registered agent's signature)

**Heather Chapman
as its agent**

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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Dana McGinnis

Address: 115 E. Travis Street, Suite 1111, San Antonio, TX 78205

Director: Ian Mulingani

Address: 115 E. Travis Street, Suite 1111, San Antonio, TX 78205

B. OFFICERS

President: Dana McGinnis

Address: 115 E. Travis Street, Suite 1111, San Antonio, TX 78205

Vice President: _____

Address: _____

Secretary: Ian Mulingani

Address: 115 E. Travis Street, Suite 1111, San Antonio, TX 78205

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Dana F. McGinnis*
(Signature of Director or Officer listed in number 12 of the application)

14. DANA F. MCGINNIS
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

06 SEP 21 PM 1:34

FILED

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE BRAND EXPERIENCE COMPANY" 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-FIRST DAY OF SEPTEMBER, A.D. 2006.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THE BRAND EXPERIENCE COMPANY" WAS INCORPORATED ON THE THIRTY-FIRST DAY OF JULY, A.D. 2006.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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060869946

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5057386

DATE: 09-21-06

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