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To:

Division of Corporations
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From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)558-1575

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CSC #2940

FOREIGN PROFIT/NONPROFIT CORPORATION

GRATIS CARD INC.

Certificate of Status	0
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J. Shivers (AN 02 2007)

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

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

2. Delaware 3. 20-2749131
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 4/27/05 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. November, 2006
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 28 West 44th Street, 16th Floor, New York, NY 10036
(Principal office address)

Same as above.
(Current mailing address)

8. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.
(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, Florida 32301
(City) (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.

Corporation Service Company

By: Deborah D. Skipper Deborah D. Skipper
(Registered agent's signature) Asst. V. Pres.

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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached sheet.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Mr. Jason J. Hogg

Address: c/o Gratis Card Inc.

28 West 44th Street, 16th Floor New York, NY 10036

Vice President: Mr. Dax Cummings

Address: 200 Central Avenue, 19th Floor

St. Petersburg, FL 33701

Secretary: Mr. Nicholas P. Johns

Address: 200 Central Avenue, 19th Floor St. Petersburg, FL 33701

Treasurer: Mr. Darren Thompson

Address: 200 Central Avenue, 19th Floor St. Petersburg, FL 33701

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Mr. Nicholas P. Johns, Secretary
(Typed or printed name and capacity of person signing application)

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Gratis Card Inc.

The Directors of the Corporation are:

Mr. Stephen Case
Chairman
c/o Revolution GC Holdings LLC
1717 Rhode Island Avenue NW, 10th Floor
Washington, DC 20036

Mr. Ted Leosis
Vice Chairman
c/o Revolution GC Holdings LLC
1717 Rhode Island Avenue NW, 10th Floor
Washington, DC 20036

Mr. David Golden
c/o Revolution GC Holdings LLC
1717 Rhode Island Avenue NW, 10th Floor
Washington, DC 20036

Mr. Patrick Graf
c/o Gratis Card Inc.
200 Central Avenue
19th Floor
St. Petersburg, FL 33701

Mr. Jason Hogg
c/o Gratis Card Inc.
28 West 44th Street, 16th Floor
New York, NY 10036

Mr. Russell Hogg
c/o Gratis Card Inc.
28 West 44th Street, 16th Floor
New York, NY 10036

Mr. Timothy Kosiek
c/o Marshall Group, Inc.
150 South 5th Street, Suite 2910
Minneapolis, MN 55402

Mr. Franklin Raines
c/o Revolution GC Holdings LLC
1717 Rhode Island Avenue NW, 10th Floor
Washington, DC 20036

Mr. Lawrence Summers
c/o Revolution GC Holdings LLC
1717 Rhode Island Avenue NW, 10th Floor
Washington, DC 20036

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GRATIS CARD 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-EIGHTH DAY OF DECEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GRATIS CARD INC." WAS INCORPORATED ON THE TWENTY-SEVENTH DAY OF APRIL, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5315649

DATE: 12-28-06