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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers SEP 15 2008

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Directions Research, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Steven W. Wilde
(Name of Person)

Directions Research, Inc.
(Firm/Company)

401 E. Court Street, Suite 200
(Address)

Cincinnati, OH 45202
(City/State and Zip code)

For further information concerning this matter, please call:

Steven W. Wilde at (513) 651-2990
(Name of Person) (Area Code & Daytime Telephone Number)

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STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. Directions Research, Inc.
(Later name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "In.," "Co.," or "Corp.")

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

2. OHIO 3. 31-1236894
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 03-14-1988 5. Perpetual
(Date of incorporation) (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. 401 E. Court Street, Suite 200, Cincinnati, OH 45202
(Principal office address)

401 E. Court, Suite 200, Cincinnati, OH 45202
(Current mailing address)

8. Marketing Research Services
(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: CT Corporation System

Office Address: 1200 South Pine Island Rd.

Plantation, Florida 33324
(City) (Zip code)

TALLAHASSEE, FLORIDA

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11/11/08

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.

CT Corporation System

By: Carol Record, Asst. Secretary
(Registered agent's signature)

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: Randolph N. Brooks
Address: 401 E. Court Street, Suite 200
Cincinnati, OH 45202

Vice Chairman: _____
Address: _____

Director: Steven W. Wilde
Address: 401 E. Court Street, Suite 200
Cincinnati, OH 45202

Director: Gregory R. Widmeyer
Address: 401 E. Court Street, Suite 200
Cincinnati, OH 45202

B. OFFICERS

President: Randolph N. Brooks
Address: 401 E. Court Street, Suite 200
Cincinnati, OH 45202

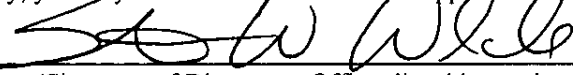
Vice President: _____
Address: _____

Secretary: Ross E. Wales
Address: 2233 Riverside Drive, Cincinnati, OH 45202

Treasurer: _____
Address: _____

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FALL APASS DELEGATION

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. Steven W Wilde
(Typed or printed name and capacity of person signing application)

**United States of America
State of Ohio
Office of the Secretary of State**

I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show DIRECTIONS RESEARCH, INC., an Ohio corporation, Charter No. 720529, having its principal location in Cincinnati, County of Hamilton, was incorporated on March 14, 1988 and is currently in GOOD STANDING upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 4th day of September, A.D. 2008*

A handwritten signature in black ink, appearing to read "Jennifer Brunner".

Ohio Secretary of State