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980000006614

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

200002703512--8

-12/04/98--01075--011

*****70.00 *****70.00

Boise Marketing Services, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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. BOISE MARKETING SERVICES, 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
(State or country under the law of which it is incorporated)
3. 84-1405850
(FEI number, if applicable)
4. May 12, 1997
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qual.
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. 1111 W. Jefferson St., Boise, Idaho 83728

(Current mailing address)
8. Advertising Specialties
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:

Name: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324

(Zip Code)

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10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

Kathleen C. Gariepy
(Registered agent's signature) (Officer)

Kathleen C. Gariepy, Assistant Secretary
(Type Name and Title of Officer)

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

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TALLAHASSEE FLORIDA

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Matthew R Broad
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Matthew R. Broad, Secretary
(Typed or printed name and capacity of person signing application)

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BOISE MARKETING SERVICES, INC.
84-1405850 A24
OFFICERS AND DIRECTORS

PAGE: 1

INITIALS ARE LEGAL NAME.

DIRECTORS

05/09/1997 J. W. HOLLERAN
DIRECTOR

SSN=548-84-6076

OFFICE: 1111 W. JEFFERSON STREET
BOISE, IDAHO 83728

RESIDENCE: 505 EAST BRAEMERE
BOISE, IDAHO 83702

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BOISE MARKETING SERVICES, INC.
84-1405850 A24
OFFICERS AND DIRECTORS

PAGE: 2

INITIALS ARE LEGAL NAME.

DATE OF
ELECTION OFFICERS

05/31/1997 MICHAEL J. OSTERMAN
PRESIDENT

SSN=269-42-8739

OFFICE: 1670 INDIANWOODS CIRCLE
P.O. BOX 633728
MAUMEE, OH 43537-0633

RESIDENCE: 5545 GINGER TREE LANE
TOLEDO, OH 43623

05/09/1997 CAROL B. MOERDYK
VICE PRESIDENT
05/09/1997 TREASURER

SSN=375-52-8888

OFFICE: 800 WEST BRYN MAWR AVENUE
ITASCA, IL 60143

RESIDENCE: 366 CUMNOCK ROAD
INVERNESS, IL 60067

05/31/1997 PETER G. DANIS JR.
VICE PRESIDENT

SSN=494-36-6220

OFFICE: 800 WEST BRYN MAWR AVENUE
ITASCA, IL 60143

RESIDENCE: 535 NORTH MAYFLOWER ROAD
LAKE FOREST, IL 60045

05/09/1997 DARRELL R. ELFELDT
VICE PRESIDENT

SSN=540-46-9199

OFFICE: 800 WEST BRYN MAWR AVENUE
ITASCA, IL 60143-1594

RESIDENCE: 1310 MEDINAH DRIVE
ITASCA, IL 60143

05/09/1997 RICHARD L. BLACK
VICE PRESIDENT

SSN=474-50-2899

OFFICE: 1501 WOODFIELD ROAD
SCHAUMBURG, IL 60173

RESIDENCE: 36 DEERPOINT
HAWTHORN WOODS, IL 60047

05/09/1997 CHRISTOPHER C. MILLIKEN
VICE PRESIDENT

SSN=111-36-6481

OFFICE: 9 PROGRESS ROAD
BILLERICA, MA 01821

RESIDENCE: 319 DEAN ROAD
BROOKLINE, MA 02148

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TALLAHASSEE FLORIDA

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BOISE MARKETING SERVICES, INC.
84-1405850 A24
OFFICERS AND DIRECTORS

PAGE: 3

INITIALS ARE LEGAL NAME.

DATE OF
ELECTION OFFICERS

05/09/1997 MATTHEW R. BROAD
SECRETARY

SSN=572-35-7317

OFFICE: 1111 W. JEFFERSON STREET
BOISE, IDAHO 83728

RESIDENCE: 201 HEARTHSTONE DRIVE
BOISE, IDAHO 83702

05/09/1997 E. A. FLACKER
ASSISTANT TREASURER

SSN=517-50-8341

OFFICE: 1111 W. JEFFERSON STREET
BOISE, ID 83728

RESIDENCE: 804 CURLING DRIVE
BOISE, ID 83702

05/09/1997 KAREN E. GOWLAND
ASSISTANT SECRETARY

SSN=436-86-0016

OFFICE: 1111 W. JEFFERSON STREET
BOISE, ID 83728

RESIDENCE: 913 PARKHILL COURT
BOISE, ID 83702

SECRETARY OF STATE
TALLAHASSEE FLORIDA
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State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BOISE MARKETING SERVICES, 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 SECOND DAY OF DECEMBER, A.D. 1998.

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

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

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SECRETARY OF STATE
TALLAHASSEE FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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