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Florida Department of State
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To: Division of Corporations
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From: Account Name : C T CORPORATION SYSTEM
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FLORIDA LIMITED LIABILITY CO.
NC Ventures, LLC

Certificate of Status	0
Certified Copy	0
Page Count	07
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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: NC VENTURES, LLC
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

PETER STAFFOPOULOS
Name of Person

NC VENTURES, LLC C/O CATALINA MARKETING CORPORATION
Firm/Company

200 CARILLON PARKWAY
Address

ST. PETERSBURG, FL 33716
City/State and Zip Code

peter.staffopoulos@catalinamarketing.com
E-mail address: (to be used for future annual report notification)

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For further information concerning this matter, please call:

PETER STAFFOPOULOS at (727) 579-5000
Name of Person Area Code & Daytime Telephone Number

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

STREET ADDRESS:
 Division of Corporations
 Registration Section
 Clifton Building
 2661 Executive Center Circle
 Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
 \$130.00 Filing Fee & Certificate of Status
 \$155.00 Filing Fee & Certified Copy
 \$160.00 Filing Fee, Certificate of Status & Certified Copy

WRITTEN CONSENT TO ADOPT ALTERNATE NAME FOR USE IN THE STATE OF FLORIDA

We, the undersigned, do hereby certify that we are the Managers and/or Managing

Members of NC Ventures, LLC
(Name of Limited Liability Company)

a limited liability company duly organized and existing under the laws of

Delaware
(State or Country of Organization)

Because the name of this foreign limited liability company does not satisfy the requirements of the s. 608.406, F.S., the limited liability company hereby adopts the following name to transact business in the state of Florida:

Nielsen Catalina Ventures, LLC
(Name to be used by limited liability company in Florida. NOTE: Name must end with Limited Liability Company, L.L.C., or LLC.)

Date: 8/24/2010

Signature(s) of Manager(s) and/or Managing Member(s):

[Signature]

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. NC VENTURES, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware 3. 27-0692423
(Jurisdiction under the law of which foreign limited liability company is organized) (PEI number, if applicable)

4. 07-13-2009 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 P.S. to determine penalty liability.)

7. 200 CARILLON PARKWAY
ST. PETERSBURG, FL 33716
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here


9. The name and usual business addresses of the managing members or managers are as follows:

SEE ATTACHED SHEET

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

MARKETING SOLUTIONS


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

JUSTIN SUMMER

Typed or printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

NC VENTURES, LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Plantation

FL 33324

City/State/Zip

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

C T Corporation System

By:

Madonna Cuddihy

(Signature)

Madonna Cuddihy	\$ 100.00	Filing Fee for Application
Special Assistant Secretary	\$ 25.00	Designation of Registered Agent
	\$ 30.00	Certified Copy (optional)
	\$ 5.00	Certificate of Status (optional)

Management Structure	
Entity Name	NC Ventures LLC

Name	Title	Address	City	State	Zip
Besecker, Beck	Manager	200 Carlton Parkway	St. Petersburg	FL	33718
Cuminate, Jim	Manager	525 Vine Street, Suite 2200	Cincinnati	OH	45202
Frier, Rick	Manager	200 Carlton Parkway	St. Petersburg	FL	33718
Gould, Alan	Manager	525 Vine Street, Suite 2200	Cincinnati	OH	45202
Leltar, Mark	Manager	525 Vine Street, Suite 2200	Cincinnati	OH	45202
Morris, Todd	Manager	200 Carlton Parkway	St. Petersburg	FL	33718
Nazzaro, Mike	Manager	525 Vine Street, Suite 2200	Cincinnati	OH	45202

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NC VENTURES, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTY-FIRST DAY OF AUGUST, A.D. 2010.

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

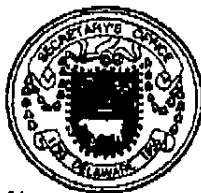
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You may verify this certificate online
at corp.delaware.gov/cuthver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8203147

DATE: 08-31-10