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Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 6/21

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*****78.75 *****78.75

Corporation(s) Name

MJH

Target Media Partners Operating Company

☒ Profit ☐ Amendment ☐ Merger
☐ Nonprofit

☒ Foreign ☐ Dissolution ☐ Mark
☐ LLC ☐ Withdrawal

☐ Limited Partnership ☐ UBR ☐ Other
☐ Reinstatement ☐ Fictitious Name ☐ Ch. RA
☐ UCC ☐ 1 or ☐ 3

00 JUN 21 PM 2:25

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

***Special Instructions**

☒ Certified Copy ☐ Photocopies ☐ CUS
☐ Arts/amends/mergers ☐ Other-See Above

☒ (XXX) Walk in ☐ (XXX) Pick-up ☐ () Will Wait

Please Return Filed Stamped
Copies To:

Carol Clark

Thank You

RECEIVED
00 JUN 21 AM 11:14
DIVISION OF CORPORATIONS
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. Target Media Partners Operating Company
(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. Nevada
(State or country under the law of which it is incorporated)
3. 95-4803509
(FEI number, if applicable)
4. May 31, 2000
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. c/o Target Media Partners
5900 Wilshire Blvd., Suite 650, Los Angeles, CA 90036
(Current mailing address)
Publishing Classified Ads in Specialty Advertising Papers
8. _____
(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 or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip code)

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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.

C T Corporation System

By: D. I. Farber

(Registered agent's signature)

D. I. Farber, Assistant Secretary

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: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

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.

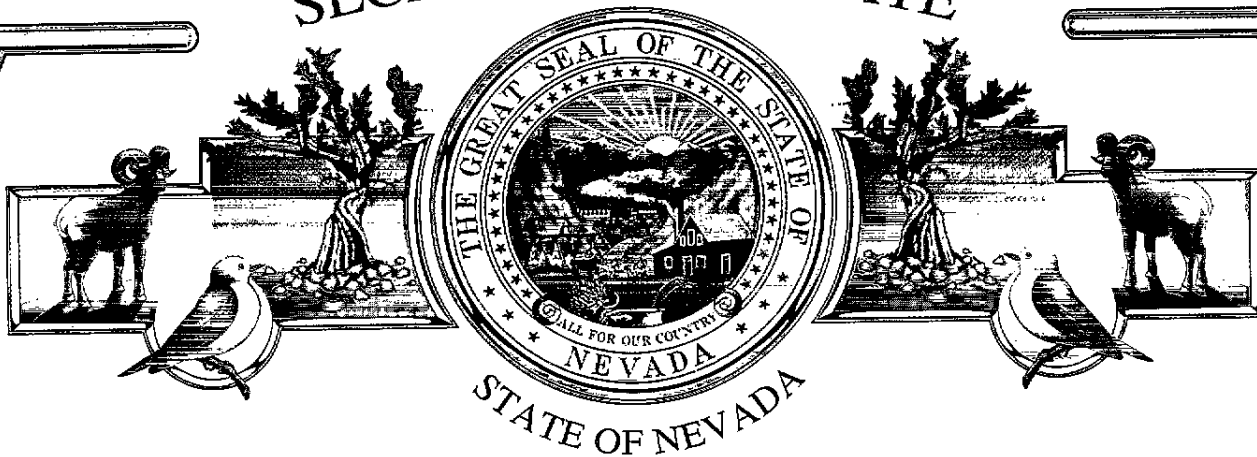
13. Susan M. Humphreville
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Susan M. Humphreville, CFO, Vice President and Assistant Secretary
(Typed or printed name and capacity of person signing application)

Directors	Address
Mark D. Schiffmacher	c/o Target Media Partners 5900 Wilshire Blvd., Suite 650 Los Angeles, CA 90036
Susan M. Humphreville	c/o Target Media Partners 5900 Wilshire Blvd., Suite 650 Los Angeles, CA 90036
David L. Jaffe	c/o Target Media Partners 5900 Wilshire Blvd., Suite 650 Los Angeles, CA 90036

Officers	Address
Mark D. Schiffmacher President and Secretary	c/o Target Media Partners 5900 Wilshire Blvd., Suite 650 Los Angeles, CA 90036
Susan M. Humphreville Chief Financial Officer, Vice President and Assistant Secretary	c/o Target Media Partners 5900 Wilshire Blvd., Suite 650 Los Angeles, CA 90036

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **TARGET MEDIA PARTNERS OPERATING COMPANY**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since May 31, 2000, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on June 19, 2000.



Dean Heller

Secretary of State

By

W. E. Dineen

Certification Clerk