

REFERENCE

783115

4349124

AUTHORIZATION

COST LIMIT :

\$ 70.00

ORDER DATE : August 1, 2000

ORDER TIME : 9:45 AM

ORDER NO. : 783115-015

CUSTOMER NO: 4349124

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CUSTOMER: Megan Hutchinson, Paralegal

The Interpublic Group Of 1271 Avenue Of The Americas

New York, NY 10020

FOREIGN FILINGS

CROSSMEDIACEM, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward

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 CrossMedi	iaCEM, Inc.		
words or abbre	poration; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or eviations of like import in language as will clearly indicate that it is a corporation instead of a or partnership if not so contained in the name at present.)	CORPORATION 11	
2. Delaware	3. 22-3736687		
(State or country	try under the law of which it is incorporated) (FEI number, if applicable)	_	
4. June 13, 2	2000 5. perpetual	_	
(Da	Oate of incorporation) (Duration: Year corp. will cease to exist or "perpetual")		
6. June 30,			
(Date fire	rst transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)		
7. 1280 Ute Avenue, Suite 1			
Aspen, Co	0 81611		
(Current mailing address)			
	anning/Marketing		
(Purpose	se(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:	Corporation Service Company		
Office Address:	1201 Hays Street		
	Tallahassee , Florida, 32301		
	(Zip code)		
10. Registered	d agent's acceptance:		
this application, I with the provision	med as registered agent and to accept service of process for the above stated corporation at the place desig I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to come of all statutes relative to the proper and complete performance of my duties, and I am familiar with an agent of my position as registered agent. Corporation Service Company	omply	
	By: Camula McJornale CAMILLE MCCONIGLE, AUTHORIZED REPRESENTATIVE		
	THE MCGONIGLE, AUTHORIZED REPRESENTATIVE		

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.

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)	
Chairman: Nicholas J. Camera (Sole Director)	00 100
Address: 1271 Avenue of the Americas	3 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8
New York, NY 10020	24 CR
Vice Chairman:	
Address:	
Director:	
Address:	
Director:	
Address:	
B. OFFICERS (Street address only - P.O. Box NOT acceptable)	
President: Nicholas J. Camera	
Address: 1271 Avenue of the Americas	
New York, NY 10020	
Vice President: Albert Conte	
Address: 136 Madison Avenue	
New York, NY 10017	
Secretary: Paul J. Curley	
Address: 1271 Avenue of the Americas	
New York, NY 10020	
Treasurer: Steven D. Berns	
Address: 136 Madison Avenue	
New YOrk, NY 10017	•
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors	
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)	
14. Paul J. Curley, Secretary (Typed or printed name and capacity of person signing application)	

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 "CROSSMEDIACEM, 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 FIRST DAY OF AUGUST, A.D.

2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

Edward J. Freel, Secretary of State

AUTHENTICATION:

0593104

DATE:

08-01-00

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