



F02000000575

ACCOUNT NO. : 072100000032

REFERENCE : 193030 8739A

AUTHORIZATION *Patricia Pizeto*

COST LIMIT : \$ 70.00

ORDER DATE : February 1, 2002

ORDER TIME : 10:24 AM

ORDER NO. : 193030-005

CUSTOMER NO: 8739A

CUSTOMER: Jonathan Shepard, Esq.
Siegel Lipman Dunay & Shepard,
Suite 801
5355 Town Center Road
Boca Raton, FL 33486

RECEIVED
02 FEB - 1 AM 11:26
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: GLOBAL CIRCULATION, INC.

300004853293--8

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: **BK**

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER: _____

FILED
02 FEB - 1 PM 2:41
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.

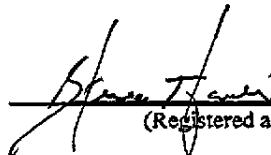
1. GLOBAL CIRCULATION, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 22-385-1044
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. November 16, 2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon filing of this Application with the Department of State
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 2101 NW Corporate Blvd., Suite 102, Boca Raton, Florida 33431
(Principal office address)
8. Magazine Sales
(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:

Steve Hardigree
2101 NW Corporate Blvd, Suite 102
Boca Raton, Florida 33431

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.


(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.

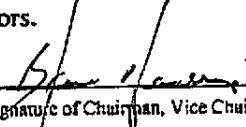
12. Names and business addresses of officers and/or directors:**A. DIRECTORS**

Chairman: **CEO STEVE HANDIGREGE**
Address: **21307, ROCK LEDGE LANE**
Director: **BOCA RATON, FL 33428**
Address:
Director:
Address:

B. OFFICERS

President: **JEFF KATZ**
Address: **19807 BOCA WEST DR.**
Vice President: **BOCA RATON, FL 33431**
Address:
Secretary: **SITAWN MCNAMARA**
Address: **3401 BEACON ST,**
Treasurer: **POMPANO BEACH, FL 33062**
Address:

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

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

14. **STEVE HANDIGREGE CEO**
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

Delaware

PAGE 1

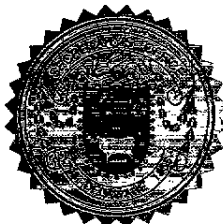
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GLOBAL CIRCULATION, 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 THIRTIETH DAY OF JANUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GLOBAL CIRCULATION, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF NOVEMBER, A.D. 2001.

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

FILED
02 FEB - 1 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



3457833 8300

020060730

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1586292

DATE: 01-30-02