

MAY-14 004(FRI)

12:39

Division of Corporations

Page 1 of 1

F04000002679

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000105639 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : NATIONAL CORPORATE RESEARCH, LTD.
Account Number : I20000000088
Phone : (800) 221-0102
Fax Number : (212) 564-6083

RECEIVED

04 MAY 14 PM 1:00

DIVISION OF CORPORATIONS

RECEIVED
FLORIDA

MAY 14 PM 8:23

FILED

FOREIGN PROFIT QUALIFICATION

Interactive Market Systems, Inc

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

F04-2679
CR

(H04000105639 3)

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. Interactive Market Systems, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York

(State or country under the law of which it is incorporated)

3. 06-1097500

(FEI number, if applicable)

4. 11/4/83

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

(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. 770 Broadway, New York, NY 10003

(Principal office address)

770 Broadway, New York, NY 10003

(Current mailing address)

8. media measurement and information

(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: National Corporate Research Ltd.

Office Address: 103 N. Meridian St.

Tallahassee

(City)

, Florida 32301

(Zip code)

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.

Ann Marie Cummings
(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. (H04000105639 3)

MAY-14-2004(FRI) 12:40

P.003/004

(H04000105639 3)

**State of New York } ss:
Department of State**

I hereby certify, that the Certificate of Incorporation of INTERACTIVE MARKET SYSTEMS, INC. was filed on 11/04/1983, under the name of EMARK, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment EMARK, INC., changing its name to INTERACTIVE MARKET SYSTEMS, INC., was filed 03/02/1988.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 13th day of May
two thousand and four.*

Secretary of State

200405140218 * 93

RECEIVED
MAY 14 2004
STATE OF NEW YORK
DEPARTMENT OF STATE

MAY 14 2004

FILED

(H04000105639 3)

(B04000105639 3)

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

A. DIRECTORS

Director: Christopher LehmanAddress: 1700 Higgins Rd.Des Plaines, IL 60018Director: Michael P. ConnorsAddress: 770 BroadwayNew York, NY 10003Director: Malcolm J. SpryAddress: 770 BroadwayNew York, NY 10003

Director: _____

Address: _____

B. OFFICERS

President: George WishartAddress: 770 BroadwayNew York, NY 10003Vice President: Frederick A. SteinmannAddress: 770 BroadwayNew York, NY 10003Secretary: James A. RossAddress: 770 Broadway, New York, NY 10003Treasurer: Glen MarkowskiAddress: 1700 Higgins Rd., Des Plaines, IL 60018

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

13. [Signature]

(Signature of Director or Officer listed in number 12 of the application)

14. Frederick A. Steinmann, Vice President

(Typed or printed name and capacity of person signing application)

(B04000105639 3)