

JUN. 15. 2004

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CORPORATION SERVICE COMPANY

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Florida Department of State  
Division of Corporations  
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Division of Corporations  
Fax Number : (850) 205-0383

From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850) 521-1000  
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**FOREIGN PROFIT QUALIFICATION**

SCREENVISION DIRECT, INC.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

DIVISION OF CORPORATION

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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. Screenvision Direct, 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. 22-2070234 (FEI number, if applicable)

4. July 17, 1990 (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.)

350 Linden Oaks

7. Rochester, NY 14625 (Principal office address)

(Current mailing address)

Selling cinema advertising

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: Corporation Service Company

Office Address: 1201 Nays Street

Tallahassee, Florida 32301 (City) (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.

Corporation Service Company

By: [Signature] (Registered agent's signature)

Assistant Vice President

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:

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**A. DIRECTORS**

Chairman: See attached officers/directors rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

President: See attached officers/directors rider

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

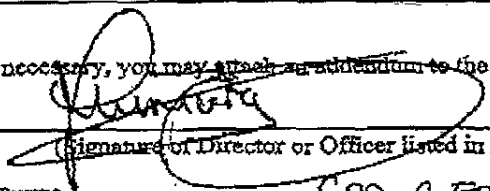
Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. \_\_\_\_\_

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

14. Alan Burge

COO, CFO, Treasurer

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

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**OFFICERS/DIRECTORS RIDER**

AL-Application for Certificate of Authority

Screenvision Direct, Inc.

**List of Officers**

Name: Matthew Kearney  
Bus. Addr.: 1411 Broadway, New York, NY 10018

Title: President

Name: Andrew Seiden  
Bus. Addr.: 1411 Broadway, New York, NY 10018

Title: Secretary

Name: Alan Burge  
Bus. Addr.: 1411 Broadway, New York, NY 10018

Title: COO, CFO, Treasurer

**List of Directors**

Name: Matthew Kearney  
Bus. Addr.: 1411 Broadway, New York, NY 10018

Term:

Name: Darryl Schaffer  
Bus. Addr.: 1411 Broadway, New York, NY 10018

Term:

Name: Alan Burge  
Bus. Addr.: 1411 Broadway, New York, NY 10018

Term:

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

I hereby certify, that the Certificate of Incorporation of SCREENVISION DIRECT, INC. was filed on 07/17/1990, under the name of SCREEN SEEN, 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 SCREEN SEEN, INC., changing its name to VAL MORGAN CINEMA ADVERTISING, INC., was filed 12/18/1997.

A Certificate of Amendment VAL MORGAN CINEMA ADVERTISING, INC., changing its name to SCREENVISION DIRECT, INC., was filed 01/23/2003.



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Witness my hand and the official seal of the Department of State at the City of Albany, this 21st day of April two thousand and four.

Secretary of State