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Florida Department of State
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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

MACEY NOYES ASSOCIATES, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 AUG -9 AM 9:51

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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. Macey Noyes Associates, 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. Connecticut 3. 13-3125061
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1/5/95 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Not applicable
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. c/o Office Depot, Inc., 2200 Old Germantown Road, Delray Beach, Florida 33445
(Principal office address)

232 Danbury Road, Wilton, Connecticut 06897
(Current mailing address)

8. To engage in any lawful act or activity including design and branding services.
(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 NOT acceptable)

Name: J. Arenz/ Macey Noyes Assoc., Inc

Office Address: c/o Office Depot Inc./2200 Old Germantown Rd./Mail Code 01

Delray Beach, Florida 33445
(City) (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 this 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.

Macey Noyes Associates, Inc.

By: [Signature]
(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:

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TALLAHASSEE, FLORIDA

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A. DIRECTORS

Chairman: Kenneth Macey
Address: 232 Danbury Road
Wilton, Connecticut 06897

Vice Chairman: _____
Address: _____

Director: David Macey
Address: 232 Danbury Road
Wilton, Connecticut 06897

Director: Tod Dawson
Address: 232 Danbury Road
Wilton, Connecticut 06897

B. OFFICERS

President: David Macey
Address: 232 Danbury Road
Wilton, Connecticut 06897

Vice President: Tod Dawson
Address: 232 Danbury Road
Wilton, Connecticut 06897

Secretary: David Macey
Address: 232 Danbury Road, Wilton, Connecticut 06897

Treasurer: None
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. David P. Macey, President
(Typed or printed name and capacity of person signing application)

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Office of the Secretary of the State of Connecticut

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I, the Connecticut Secretary of the State,
and keeper of the seal thereof, DO HEREBY CERTIFY, that

MACEY NOYES DESIGN, INC. —

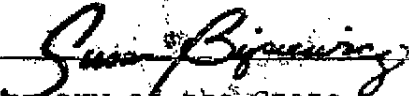
a STOCK corporation under the Connecticut General Statutes was filed
in this office on January 5, 1995. The following comprises a list of
amendments changing its name as filed in this office as of the date of
this certificate:

AMENDMENTS CHANGING THE NAME TO

MACEY NOYES ASSOCIATES, INC.

File Date: September 21, 1995 File Time: 08:30 AM

Insofar as the records of this office reveal, the corporation is in
existence.


Secretary of the State

Date Issued: August 5, 2004

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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