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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 829118 4348437

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED  
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TALLAHASSEE  
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ORDER DATE : July 30, 2004

ORDER TIME : 9:37 AM

ORDER NO. : 829118-035

CUSTOMER NO: 4348437

CUSTOMER: Ms. Sue Kinzie  
The News Corporation Limited  
1211 Ave. Of The Americas

New York, NY 10036

FOREIGN FILINGS

NAME: NEWS AMERICA MARKETING  
IN-STORE SERVICES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Justin Cheshire -- EXT# 2909

EXAMINER: \_\_\_\_\_

**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. NEWS AMERICA MARKETING IN-STORE SERVICES, 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. DELAWARE**

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

**3.**

(FEI number, if applicable)

**4. OCTOBER 31, 1995**

(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.**

20 Westport Road Wilton, CT 06897

(Principal office address)

See attached list

(Current mailing address)

**8.**

Such business as corporations are authorized to conduct in Florida.

(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 Hays Street

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.*

Corporation Service Company

Ann R. Shilling  
(Registered agent's signature)

Ann R. Shilling, Asst. 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:**

**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. \_\_\_\_\_

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

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**News America Marketing In-Store Services, Inc.**

**Directors:**

K. Rupert Murdoch      News Corporation  
1211 Avenue of the Americas  
NY, NY 10036

David F. DeVoe          News Corporation  
1211 Avenue of the Americas  
NY, NY 10036

Arthur M. Siskind       News Corporation  
1211 Avenue of the Americas  
NY, NY 10036

**Officers:**

K. Rupert Murdoch       Chairman of the Board   Address (see above)

Paul V. Carlucci          Chief Executive Officer  
News America Marketing  
1211 Avenue of the Americas  
New York, NY 10036

Chris Mixon              President  
News America Marketing  
1211 Avenue of the Americas  
New York, NY 10036

David F. DeVoe          Senior Executive Vice President Address (see above)

Arthur M. Siskind       Senior Executive Vice President Address (see above)

John Linguiti            Executive Vice President  
News America Marketing  
1211 Avenue of the Americas  
New York, NY 10036

Eugene Klein            Executive Vice President

Jan F. Constantine       Senior Vice President  
News Corporation  
1211 Avenue of the Americas  
NY, NY 10036

Eugenie Gavenchak      Senior Vice President  
News Corporation  
1211 Avenue of the Americas  
NY, NY 10036

Lawrence A. Jacobs      Executive Vice President  
News Corporation  
1211 Avenue of the Americas  
NY, NY 10036

John Nallen	Executive Vice President News Corporation 1211 Avenue of the Americas NY, NY 10036
Wayne Campanelli	Senior Vice President News America Marketing 21 Westport Avenue Wilton, CT 06897
Len Carollo	Senior Tax Director News America Inc. 1211 Avenue of the Americas NY, NY 10036
Tom Leprine	Vice President News America Marketing 1211 Avenue of the Americas New York, NY 10036
Robert P. Gannon	Vice President, Controller, Assistant Secretary News Corporation 1211 Avenue of the Americas NY, NY 10036
Paula M. Wardynski	Vice President, Treasurer, Assistant Secretary News Corporation 1211 Avenue of the Americas NY, NY 10036
Lesley R. Cohen	Assistant Secretary, Assistant Treasurer News Corporation 1211 Avenue of the Americas NY, NY 10036
Michelle V. Francis	Vice President, Assistant Secretary News Corporation 1211 Avenue of the Americas NY, NY 10036
Laura O' Leary	Secretary News Corporation 1211 Avenue of the Americas NY, NY 10036
Paula M. Wardynski	Vice President, Treasurer, Secretary News Corporation 1211 Avenue of the Americas NY, NY 10036
Raymond Parrish	Assistant Treasurer, Assistant Secretary FOX 10201 West Pico Boulevard Los Angeles, CA 90035

# Delaware

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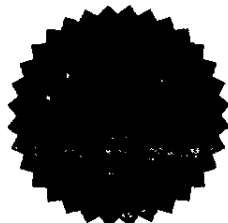
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEWS AMERICA MARKETING IN-STORE SERVICES, 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 JULY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NEWS AMERICA MARKETING IN-STORE SERVICES, INC." WAS INCORPORATED ON THE THIRTY-FIRST DAY OF OCTOBER, A.D. 1995.

2557532 8300

040561372



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3268266

DATE: 07-30-04