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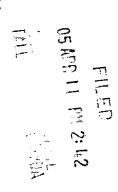
(Re	equestor's Name)	
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PICK-UP	☐ WAIT	MAIL
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Certified Copies	Certificates	s of Status
Special Instructions to	Filing Officer:	
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Office Use Only



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T. Brumbley APR 1 1 2005

gents & Brokers

10077 Grogan's Mill Road, Suite 300 The Woodlands, Texas 77380

> 281-367-0380 281-364-1452 fax www.mglconsulting.com

March 22, 2005

Via DHL Express

Florida Department of State **Division of Corporations** Capitol, Plaza Level - Room 2 Tallahassee, Florida 32399

> RE: The Marketing Alliance, Inc. - Foreign Certificate of Authority Request.

Dear Sir/Madam:

With regard to the above captioned matter, we would like to request a Certificate of Authority regarding The Marketing Alliance, Inc. On behalf of our client, enclosed please find the following documents:

- 1. Two (2) originally executed Florida Certificate of Authority applications.
- 2. One (1) original Certificate of Good Standing from the state of North Carolina.
- 3. One (1) check for \$70.00 to cover the fee.

Please return the approved Certificate of Authority in the enclosed envelope to my attention at the following address:

> MGL Consulting Corporation Attention: Insurance Division - Kenneth Martin 10077 Grogan's Mill Road, Suite 300 The Woodlands, Texas 77380

Should you have any questions regarding this request or require additional documentation; please call me directly.

Sincerely.

Vice President / Insurance Division

Enclosures (as stated)

KM

cc: Karen Kirsch (w/enclosures)

Consulting Corporation Leaders in Registration and Compliance

a division of . . .



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

March 29, 2005

MGL CONSULTING CORPORATION ATTN: INSURANCE DIVISION - KENNETH MARTI 10077 GROGAN'S MILL RD, STE 300 THE WOODLANDS, TX 77380

SUBJECT: THE MARKETING ALLIANCE, INC.

Ref. Number: W05000015832

We have received your document for THE MARKETING ALLIANCE, INC. and your check(s) totaling \$148.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company, "Corporation," "Inc.," "Co.," "Corp," "Inc," "Co," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley Document Specialist

Letter Number: 805A00021189

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.

I. The Marketing.	Alliance, Inc.	and the second s	
	corporation; must include "INCORPORATED, corp," "Inc," "Co," or "Corp.")	" "COMPANY," "CORPORATIO	N,"
The Marketing	Alliance Brokers Network, Inc	:.	
(If name unavail	able in Florida, enter alternate corporate name	adopted for the purpose of transaction	ng business in Florida)
2. North Carolina	3.	56-1973188	
(State or country	under the law of which it is incorporated)	(FEI number, if app	licable)
4. 03/08/1996		Perpetual	
(Date	of incorporation)	(Duration: Year corp. will cease to	o exist or "perpetual")
6. Upon Qualificat	ion		
7. 128 Erie Bouleva	(Date first transacted business i (SEE SECTIONS 607.1501 & 607.1 ard, Schenectady, NY 12305	n Florida, if prior to registration) 502, F.S., to determine penalty liabil	ity)
	(Principal office add	ress)	
same			
	(Current mailing add	lress)	
T	rance related business. s) of corporation authorized in home state or co	cuntry to be carried out in state of El	-
9. Name and stree	et address of Florida registered agent: (P.C	D. Box NOT acceptable)	orida)
Name:	C T Corporation System		ED E
Office Address:	1200 South Pine Island Road		2: 42
	Plantation	, Florida33324	142 128
	(City)	(Zip code)	
10. Registered as	gent'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.

C T Corporation System

Debbi Boettger Asst. Secretary

- 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 SEE ATTACHMENT	
Chairman:	
Address:	
Vice Chairman:	
Address:	
Aug.	
Director:	
Address:	
Director:	
Address:	
B. OFFICERS SEE ATTACHMENT	
President:	
Address:	
Vice President:	
Address:	
	<u> </u>
Secretary:	→ ¬
Address:	
Treasurer: Edward R. Murray	
Address: 128 Erie Boulevard Schenectady, NY 12305	2: 2: 3: 5: 4:3
Audioss	
NOTE: If necessary, you may attach an addendum to the application	n listing additional officers and/or directors.
13. Coffeering	03/01/05
Signature of Director or Officer listed in num	ber 12 of the application)
14. Edward R. Murray, Treasurer	
(Typed or printed name and capacity of pers	on signing application)

The Marketing Alliance 5006 Cllent: Account No.

North Carolina 6/8/1996 Location: Edition Date:

								5
Name	Title	Social Security #		Home Address	City	State	dΙΖ	Stock
Edward Murray	Sec	113-36-5108	į .	147 Horstman Drive	Scotia	≵	12302	%0
Art Jetter		506-64-2374		13624 Parker Circle	Omaha	뿓	68154	%
Ronald Verzone	_	010-36-1064		30 Carriage Drive	Lowell	¥¥	01853	%
Tim McKenna		186-44-8641		116 Federal Street	Pittsburg	ΡA	15212	%
Gary Glassford		526-56-7569		2331 East Osborn	Scottsdale	Ą	85016	%
James Stewart		237-44-2648		4026 Windward Dr	Tega Cay	SC	29708	
Joe Eply		244-50-9765		6302 Fairview	Charlotte	S	282.10	
Kinsley Van R. Dey	Director	019-18-0346	7/24/1924	27 Shipley Rd Christmas Cove	South Bristol	Ш ∑	04568	
Peter Milnes		026-46-9551		2 Riddle Dr	Bedford	¥	03110	

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05 APR 11 PM 2: 43
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NORTH CAROLINA Department of The Secretary of State

CERTIFICATE OF EXISTENCE

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify that

THE MARKETING ALLIANCE, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 8th day of March, 1996, with its period of duration being Perpetual.

I FURTHER certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 has been delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 25th day of January, 2005

Secretary of State

6 laine I. Marshall.