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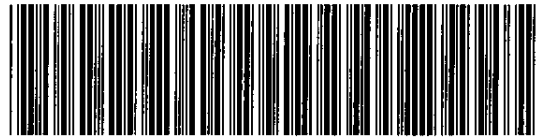
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 SEP 22 PM 12:43

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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: MCCAIN-PALIN 2008, INC.
(Name of Corporation – must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

RENAE DUNCAN
(Name of Person)

LOCKART, ATCHLEY & ASSOCIATES, LLP
(Firm/Company)

6850 AUSTIN CENTER BLVD., STE. 180

(Address)

AUSTIN, TX 78731
(City/State and ZIP Code)

For further information concerning this matter, please call:

RENAE DUNCAN at (512) 346-2086
(Name of Person) (Area Code & Daytime Telephone Number)

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. MCCAIN-PALIN 2008, INC.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. DELAWARE 3. 26-2978884
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 07/02/2008 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 09/05/2008
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)
7. 1235 S. CLARK STREET, M FLOOR, ARLINGTON, VA 22202
(Principal office address)

P.O. BOX 16118, ARLINGTON, VA 22215
(Current mailing address)
8. FEDERAL PRESIDENTIAL POLITICAL CAMPAIGN ACTIVITIES
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)

Name: CT CORPORATION SYSTEM

Office Address: 1200 SOUTH PINE ISLAND ROAD

PLANTATION, Florida 33324
(City) (ZIP Code)

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 TALLAHASSEE, FLORIDA

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.



Mark J. Dffenbaugh
Asst. Secretary & V. President

(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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: RICHARD DAVIS

Address: 1235 S. CLARK STREET, M FLOOR

ARLINGTON, VA 22002

Vice Chairman:

Address:

Director: CARLA EUDY

Address: 1235 S. CLARK STREET, M FLOOR

ARLINGTON, VA 22002

Director: JOSEPH SCHMUCKLER

Address: 1235 S. CLARK STREET, M FLOOR

ARLINGTON, VA 22002

B. OFFICERS

President: RICHARD DAVIS

Address: 1235 S. CLARK STREET, M FLOOR

ARLINGTON, VA 22002

Vice President:

Address:

Secretary: CARLA EUDY

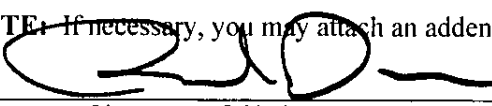
Address: 1235 S. CLARK STREET, M FLOOR, ARLINGTON, VA 22002

Treasurer: JOSEPH SCHMUCKLER

Address: 1235 S. CLARK STREET, M FLOOR, ARLINGTON, VA 22002

ASST. TREASURER: SALVATORE PURPURA, 1235 S. CLARK STREET, M FLOOR, ARLINGTON, VA 22002

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. RICHARD DAVIS, PRESIDENT

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

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MCCAIN-PALIN 2008, 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 NINTH DAY OF SEPTEMBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THE SAID "JOHN MCCAIN 2008 GENERAL ELECTION COMMITTEE, INC." FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "MCCAIN-PALIN 2008, INC.", ON THE FIFTH DAY OF SEPTEMBER, A.D. 2008, AT 1:48 O'CLOCK P.M.

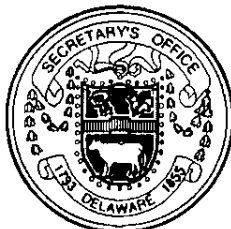
AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS A NON-PROFIT AND NON-STOCK CORPORATION.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MCCAIN-PALIN 2008, INC." WAS INCORPORATED ON THE SECOND DAY OF JULY, A.D. 2008.

4571829 8300C

080936931

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 6837976

DATE: 09-09-08