## Florida Department of State

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## FOREIGN PROFIT/NONPROFIT CORPORATION THE MWW GROUP, INC.

|                       | <u> </u> |
|-----------------------|----------|
| Certificate of Status | 0        |
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10/1/2010

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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.

| f name unavailab    | ole in Florida, enter alternate comporate name                      | adopted for the purpose of trans   | ecting business   | in Florida |
|---------------------|---|--|-------------------|------------|
| <u>Delaware</u>     |   | 3. <b>22-3753832</b>   |                   |            |
| •                   | ndur the law of which it is incorporated)                           | (PEI number, if  | applicable)       |            |
| 9/15/2000           |   | Perpetual  |                   |            |
| •                   | (incorporation)   | (Duration: Year curp, will coa   | se to exist or "p | erpetaal"  |
| Jpon Filing         |   |  |                   |            |
|                     | (Date first transacted business i<br>(SEE SECTIONS 607.1501 & 607.1 | n Florida, if prior to registration)<br>502, F.S., to determine penalty ti | ibility)          |            |
|                     | inds Plaza  | East Rutherford  | NJ O              | 7073       |
| rincipal office add | ••  | (City)   | (State) (Zi       | ip)        |
| 000 Norm            | an Center Drive, Ste. 400   | Minneapolis  |                   | 5437       |
| cont mailing ad     | dresa)  | (City)   | (State) (Z        | ip)        |
|                     | and Marketing   |  |                   |            |
| (Purpose(s)         | of corporation authorized in home state or co                       | suntry to be carried out in state of                                       | (Plozida)         |            |
| ime and street.     | nddress of Plorida registered agent; (P.C                           | ). Box NOT acceptable)   |                   |            |
| Name:               | Capitol Corporate Services  | <u>, In</u> c.   |                   |            |
| Address:            | 155 Office Plz Dr Ste A   | <del></del>  |                   |            |
|                     | Tallahassee   | , Florida 32301  |                   |            |
|                     | (Clty)  | (Zip code)   |                   |            |

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.

Gayle Windle, Asst. Sec. on behalf of Capitol Corporate Services, Inc.

(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.

| FAX NO. | :8502160460 | Oct. 01 2010 12:53PM | P3/4 |
|---------|-------------|----------------------|------|
|         |             |                      |      |

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|  | •                         |                                       |  | ĵ                                     | 2010 OCT - 1 PH 12: 46 SECRETARY OF STATE SECRETARY OF STATE |
|--|---------------------------|---------------------------------------|--|---------------------------------------|--|
|  |                           |                                       |  | ř.                                    | SECRETARY OF STATE   |
| 12. Names and business addresses of officers and/or din  | actors:                   |                                       |  |                                       | 五十   |
| A. DIRECTORS   |                           |                                       |  |                                       | SER<br>Ser   |
| Chairman: N/A  | ·                         |                                       |  |                                       | TES IS   |
| Address:   |                           |                                       |  |                                       | 题 五  |
|  |                           | ····                                  |  |                                       |  |
| Vice Chairman: N/A   |                           |                                       |  | · ·                                   | <del></del>  |
| Address:   |                           |                                       |  |                                       | <del></del>  |
| the state of the s |                           |                                       |  |                                       | <del></del>  |
| Director: Nicholas J. Carnera  |                           |                                       |  |                                       |  |
| Address: 1114 Avenue of the Americas, N  | ew York NY 1003           | 36                                    | ·· · · · · · · · · · · · · · · · · · · |                                       |  |
|  |                           |                                       |  |                                       | _  |
| Director: N/A  |                           |                                       | *                                      |                                       | <del></del>  |
| Address:   |                           |                                       |  | · · · · · · · · · · · · · · · · · · · |  |
|  |                           |                                       | <del></del> <del></del>                |                                       | <del></del>  |
| B. OFFICERS  |                           |                                       |  |                                       |  |
| President: Michael Kempner   |                           |                                       |  | <del></del>                           | <del></del>  |
| Address: 1 Meadowlands Plaza   |                           |                                       |  |                                       |  |
| East Rutherford  | NJ<br>(Samp)              | 07073                                 |  |                                       |  |
| Vice President: Nicholas J. Carnera  |                           |                                       |  |                                       |  |
| Address: 1114 Avenue of the Americas   |                           | ·                                     |  |                                       | <u> </u>   |
| New York   | NY<br>(Mass)              | 10036                                 |  |                                       | <del></del>  |
| Secretary: Nicholas J. Camera  |                           | · · · · · · · · · · · · · · · · · · · |  |                                       |  |
| Address: 1114 Avenue of the Americas   | New York                  |                                       | NY<br>(State)                          | 10036                                 |  |
| Treasurer: Ellen Johnson   |                           |                                       |  |                                       |  |
| Address: 1114 Avenue of the Americas   | New York                  | <b>~</b>                              | NY<br>(MAZ)                            |                                       | <del></del>  |
| NOTE: If necessary, you may attach an addesdum to the  |                           | litional officers o                   | nd/or dir                              | ectors                                |  |
| The In CAP   | ic abhiteitean namiR see  | RECORDS ASSESSED N                    | HILDON ON                              |                                       |  |
| (Signature of Director or Officer  | listed in number 12 of th | e application)                        | ·                                      |                                       | <del></del>  |
| Nicholas J. Camera   | Sole Direct               | or, Vice Pre                          | sident                                 | & Sec.                                |  |
| (Typed or printed name and cap   | acity of person signing   | epplication)                          |  |                                       |  |

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# Delaware

PAGE 1

## The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "THE MWW GROUP 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
SEPTEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THE MWW GROUP INC." WAS INCORPORATED ON THE FIFTEENTH DAY OF SEPTEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

2010 OCT - 1 PH 12: 46
SECRETARY OF STATE

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AUTHENTICATION: 8262560

DATE: 09-30-10