

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

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From:

Account Name : NRAI CORPORATE SERVICES, INC.-IRVINE
Account Number : I20080000054
Phone : (949) 953-9585
Fax Number : (800) 562-6504

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address:

1mitchell@valueclick.com

FOREIGN PROFIT/NONPROFIT CORPORATION

ValueClick, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	04
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FILED
TALLAHASSEE, FLORIDA

12 NOV -6 AM 10:23

K 11/07/12

**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. ValueClick, 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. 77-0495335

(FEI number, if applicable)

4. 10/9/1999

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 30699 Russell Ranch Road, Ste. 250, Westlake Village, CA 91362

(Principal office address)

30699 Russell Ranch Road, Ste. 250, Westlake Village, CA 91362

(Current mailing address)

8. Internet advertising

(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: NRAI Services, Inc.Office Address: 515 East Park AvenueTallahassee

(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.

NRAI Services, Inc.

By: _____

(Registered agent's signature)

Jose Castellanos, Asst. Secretary

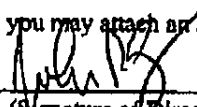
11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORSChairman: See AddendumAddress: 30699 Russell Ranch Road, Ste. 250, Westlake Village, CA 91362Vice Chairman: See AddendumAddress: 30699 Russell Ranch Road, Ste. 250, Westlake Village, CA 91362Director: See AddendumAddress: 30699 Russell Ranch Road, Ste. 250, Westlake Village, CA 91362Director: See AddendumAddress: 30699 Russell Ranch Road, Ste. 250, Westlake Village, CA 91362**B. OFFICERS**President: James R. ZarleyAddress: 30699 Russell Ranch Road, Ste. 250, Westlake Village, CA 91362Vice President: Scott P. Barlow

Address: _____

Secretary: Scott P. BarlowAddress: 30699 Russell Ranch Road, Ste. 250, Westlake Village, CA 91362Treasurer: John PitstickAddress: 30699 Russell Ranch Road, Ste. 250, Westlake Village, CA 91362**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. John Pitstick, Chief Financial Officer
(Typed or printed name and capacity of person signing application)

12. A — Addendum Listing Directors for ValueClick, Inc.

ValueClick Board of Directors

James Zarley
John Giuliani
Martin Hart
David Buzby
Jeffrey Rayport
James Peters
Jamic Crouthamel

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4-50 WILSON BLVD
MILWAUKEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VALUECLICK, 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 THIRTY-FIRST DAY OF OCTOBER, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VALUECLICK, INC." WAS INCORPORATED ON THE NINTH DAY OF OCTOBER, A.D. 1998.

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

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

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at corp.delaware.gov/authover.shtml



Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9950118

DATE: 10-31-12