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To: Division of Corporations
Fax Number : (850)617-6383

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850)205-8842
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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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FOREIGN PROFIT/NONPROFIT CORPORATION

Valassis Sales & Marketing Services, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	07
Estimated Charge	\$70.00

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JUL 24 2015
D. BRUCE

**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. Valassis Sales & Marketing 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. 38-3573415

(FEI number, if applicable)

4. 09/20/2000

(Date of incorporation)

5. Perpetual

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

6. Upon Qualification

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

7. 19975 Victor Parkway, Livonia, MI 48152

(Principal office address)

same

(Current mailing address)

8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(City)

(Zip code)

9. 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.

C T Corporation System

By: Danue Bell

(Registered agent's signature)

10. 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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11. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE Attached

Address: _____

Vice President: _____

Denise LaLoge

Address: _____

15955 La Canterra Pkwy San Antonio, Texas 78256

Secretary: _____

see attached

Address: _____

Treasurer: _____

Address: _____

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

12. _____

Denise LaLoge

Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. _____

Peter Ferris, VP

Denise LaLoge, SUB # Controller

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

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Valassis Sales & Marketing Services, Inc. Address: 19975 Victor Parkway Livonia, MI 48152 Tel: (734) 591.7353		(FEIN: 38-3573416) State of Incorporation: Delaware Date of Incorporation: September 20, 2000
Directors:		
Charles T. Dawson	Chairman	15955 La Cantarra Pkwy San Antonio, Texas 78256
Edward P. Taibi	Director	35 East 62nd Street New York, New York 10065
Peter A. Fera, Jr.	Director	15955 La Cantarra Pkwy San Antonio, Texas 78256
Officers:		
Robert A. Mason	President	19975 Victor Parkway Livonia, MI 48152
Peter A. Fera, Jr.	Executive Vice President and Chief Financial Officer	15955 La Cantarra Pkwy San Antonio, Texas 78256
Judy C. Norris	Senior Vice President and Secretary	15955 La Cantarra Pkwy San Antonio, Texas 78256
Martin H. Wexler	Vice President and Treasurer	15955 La Cantarra Pkwy San Antonio, Texas 78256
Pat M. Simmons	Vice President	15955 La Cantarra Pkwy San Antonio, Texas 78256
David Hennessey	Assistant Secretary	One Targeting Centre Windsor, CT 06095
Gary Yeats	Assistant Treasurer	One Targeting Centre Windsor, CT 06095
Brian Yono	Assistant Treasurer	19975 Victor Parkway Livonia, MI 48152
Edward P. Taibi	Assistant Secretary	35 East 62nd Street New York, New York 10065
Michael C. Borofsky	Assistant Secretary	35 East 62nd Street New York, New York 10065
Adam F. Ingber	Assistant Treasurer	35 East 62nd Street New York, New York 10065
Alison M. Horowitz	Assistant Treasurer	35 East 62nd Street New York, New York 10065
Gary Rozenshteyn	Assistant Treasurer	35 East 62nd Street New York, New York 10065

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VALASSIS SALES & MARKETING 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 TWENTY-THIRD DAY OF JULY, A.D. 2015.

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


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

3290651 8300

151085292

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2583003

DATE: 07-23-15