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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

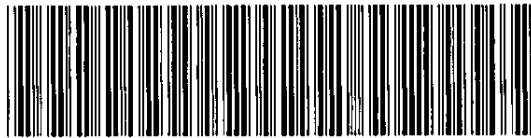
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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16 FEB -4 AM 9:09  
DEPARTMENT OF STATE  
ALEXANDRIA, FLORIDA

FEB 05 2016  
Y SULKER

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195  
REFERENCE : 987655 7402085  
AUTHORIZATION : *[Signature]*  
COST LIMIT : \$ 70.00

ORDER DATE : February 3, 2016  
ORDER TIME : 5:49 PM  
ORDER NO. : 987655-010  
CUSTOMER NO: 7402085

FOREIGN FILINGS

NAME: NOVUS MEDIA INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_\_ CERTIFIED COPY  
XX \_\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Melissa Zender -- EXT# 62956

EXAMINER: \_\_\_\_\_

## COVER LETTER

**TO:** Registration Section  
Division of Corporations  
Novus Media Inc.

**SUBJECT:** \_\_\_\_\_  
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:  
Denise Thobe

	Name of Person
Omnicom Media Group	
	Firm/Company
195 Broadway	
	Address
New York, NY 10007	
	City/State and Zip code
denise.thobe@omnicommediagroup.com	
E-mail address: (to be used for future annual report notification)	

For further information concerning this matter, please call:

Denise Thobe	212	590-7152	
	at ( _____ )		
Name of Person	Area Code	Daytime Telephone Number	

**STREET/COURIER ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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 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.*

Novus Media Inc.

1. \_\_\_\_\_  
(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)  
Delaware 22-3757647

2. \_\_\_\_\_ 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)  
October 11, 2000

4. \_\_\_\_\_ 5. \_\_\_\_\_  
(Date of incorporation) (Date of duration, if other than perpetual)

6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)  
Two Carlson Parkway, Suite 400, Plymouth, MN 55447

7. \_\_\_\_\_  
(Principal office address)  
195 Broadway, New York, NY 10007  
\_\_\_\_\_  
(Current mailing address, if different)

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

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301  
(City) (Zip code)

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TALLAHASSEE, FLORIDA  
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11:50

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.*

Corporation Service Company  
By: \_\_\_\_\_

  
(Registered agent's signature)

**Melissa Zender**  
**Asst. Vice President**

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.

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

**A. DIRECTORS**

Chairman: Daryl Simm  
195 Broadway  
Address: New York, NY 10007

Vice Chairman: Brad Nodiff  
195 Broadway  
Address: New York, NY 10007

Director: Eric Meyerowitz  
195 Broadway  
Address: New York, NY 10007

Director: \_\_\_\_\_  
Address: \_\_\_\_\_

**B. OFFICERS**

President: David Murphy  
Two Carlson Parkway, Suite 400  
Address: Plymouth, MN 55447

Vice President: \_\_\_\_\_  
Address: \_\_\_\_\_

Secretary: Eric Meyerowitz  
195 Broadway, New York, NY 10007

Treasurer: Gianluca Baglioni  
195 Broadway, New York, NY 10007  
Address: \_\_\_\_\_

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

12. \_\_\_\_\_  
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 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.

General Counsel and Secretary

13. \_\_\_\_\_  
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

**Directors and Officers for Novus Media Inc.'s Florida Qualification:**

Directors:

Daryl Simm  
195 Broadway  
New York, NY 10007

Brad Nodiff  
195 Broadway  
New York, NY 10007

Eric Meyerowitz  
195 Broadway  
New York, NY 10007

Officers:

David Murphy - President and Chief Executive Officer  
Two Carlson Parkway, Suite 400  
Plymouth, MN 55447

Gianluca Baglioni - Chief Financial Officer and Treasurer  
195 Broadway  
New York, NY 10007

Eric Meyerowitz - General Counsel and Secretary  
195 Broadway  
New York, NY 10007

Shane Leahey - Assistant Secretary  
195 Broadway  
New York, NY 10007

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CLERK 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 "NOVUS MEDIA 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 THIRD DAY OF FEBRUARY, A.D. 2016.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NOVUS MEDIA INC." WAS INCORPORATED ON THE ELEVENTH DAY OF OCTOBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



3300538 8300

SR# 20160577857

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 201776446

Date: 02-03-16