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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

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-06/30/95--01071--004
*****70.00 *****70.00

SUBJECT: Issues & Answers Network, Inc.
(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", 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:

Laura Chapman
(Name of Person)
Issues & Answers Network, Inc.
(Firm/Company)
5151 Bonney Road
(Address)
Virginia Beach, VA 23462
(City, State and Zip Code)

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STATE
CORPORATION
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Should you need to call someone concerning this matter, please call:

Laura Chapman at (804) 456-1100
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Issues & Answers Network, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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.)

2. Virginia 3. 621341814
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/9/88 5. _____
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 5/15/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 5151 Bonney Road
Virginia Beach, VA 23462
(Current mailing address)

8. Market Research Company
(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:

Name: Walter Mitchell

Office Address: 8923 Western Way

Jacksonville, Florida, 32256
(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.

Walter Mitchell
(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: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Director: Peter J McGuinness
Address: 2017 Bay Road

Virginia Beach, VA 23451

Director: Joseph F. Baldi, Jr.

Address: 14 Armand Court

Holmdale, NJ 07733

Director: Lawrence Rubenstein

Address: 27 Wilnot Circle

Scarsdale, NY 10583

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Peter J McGuinness

Address: 2017 Bay Road

Virginia Beach, VA 23451

Vice President: Carla Lindeman

Address: 2304 Mossy Hollow Place

Virginia Beach, VA 23454

Secretary: Carla Lindeman

Address: _____

Treasurer: _____

Address: _____

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

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

14. Peter J McGuinness President
(Typed or printed name and capacity of person signing application)

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

ISSUES & ANSWERS NETWORK, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is February 09, 1988.

Nothing more is hereby certified.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS



Signed and Sealed at Richmond
on this Date: June 16, 1995

William J. Bridge
William J. Bridge, Clerk of the Commission