

F95000003016

CSC networks
PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 0721000000032

REFERENCE: 623993 86901D

AUTHORIZATION

COST LIMIT : \$ 122.50

ORDER DATE : June 21, 1995

ORDER TIME : 2:10 PM

ORDER NO. : 623993

200001519872

CUSTOMER NO: 86901D

CUSTOMER: Ms. Theresa Festa
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

FOREIGN FILINGS

NAME: PHOENIX COLOR CORP.

☐ PROFIT
☐ NON-PROFIT

☐ CORPORATE
☐ LIMITED PARTNERSHIP

XXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebreana Randolph

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. PHOENIX COLOR CORP.
(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. New York 3. 22-2269911
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 11, 1979 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. N/A
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 101 Tandy Drive
Hagerstown, Maryland 21740
(Current mailing address)
8. See Attached Sheet
(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: c/o The Prentice-Hall Corporation System, Inc.
Office Address: 1201 Hays Street, Suite 105
Tallahassee, 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.

By: Merrill A. White
(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:

A. DIRECTORS

Chairman: SEE ATTACHED LIST

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____


Address: _____

Treasurer: _____

Address: _____

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

13.



(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14.

Edward Lieberman

Executive Vice-President

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

DIRECTORS OF
PHOENIX COLOR CORP.

Louis LaSorsa*

Edward Lieberman*

Henry Burke*

Dion von der Lieth**

John Carbone**

Anthony DiMartino+

Andrew Goodman++

101
102
103
104
105
106
107
108
109
110
111
112
113
114
115
116
117
118
119
120
121
122
123
124
125
126
127
128
129
130
131
132
133
134
135
136
137
138
139
140
141
142
143
144
145
146
147
148
149
150
151
152
153
154
155
156
157
158
159
160
161
162
163
164
165
166
167
168
169
170
171
172
173
174
175
176
177
178
179
180
181
182
183
184
185
186
187
188
189
190
191
192
193
194
195
196
197
198
199
200

* Principal place of business for these directors is 101 Tandy Drive, Hagerstown, Maryland 21740.

** Principal place of business for these directors is 47-07 30th Place, Long Island City, New York 11101.

+ Principal place of business for this director is 65 North Plains Industrial Road, Wallingford, Connecticut 06492.

++ Principal place of business for this director is 521 Fifth Avenue, New York, New York 10175.

Purpose Of Phoenix Color Corp.
To Be Carried Out In Florida

To print, bind, publish, circulate, distribute, buy, sell and deal in, books, pamphlets, circulars, posters, newspapers, magazines, literature, music, pictures, tickets, cards, advertisements, letters and bill heads, envelopes, legal, commercial and financial forms and blanks of every kind. To acquire, by purchase or otherwise, turn to account, license the use of, assign and deal with, copyrights and intellectual properties of every kind. To carry on a general printing, engraving, lithographing, electrotyping and publishing business in all the branches thereof.

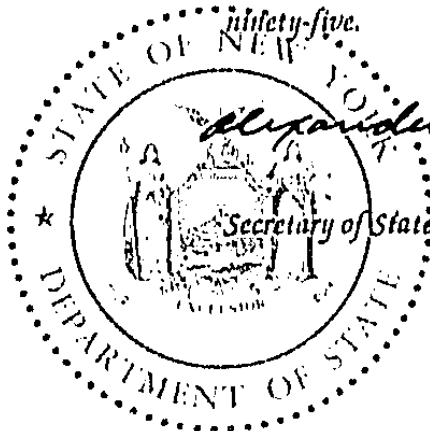
To conduct a publishing business in all its phases, including, without limiting the generality of the foregoing, printing, bookbinding, engraving, photo-engraving, lithographing, duplicating, offsetting, facsimile and image, color, line, word, shadow and other reproduction and dealing in paper and stationery, and editing, preparing, creating, publishing, printing, binding, buying, selling, copyrighting, licensing the use of, importing, exporting, franchising, marketing, syndicating, distributing, making, manufacturing and generally dealing in or with respect to, any and all kinds of written or oral matter (whether or not printed or reproduced), including, without limitation, books, magazines, pamphlets, publications, stories, articles, features, columns and other items of interest to men, women and children, and in any and all equipment, machinery, plants, facilities and properties (whether real, personal or mixed, improved or unimproved), and materials and supplies in connection with the foregoing; and to do anything necessary or convenient in furtherance thereof.

To acquire, maintain and operate all buildings and other real property, transportation and other facilities and conveniences, suitable for use in and about the prosecution of its business.

State of New York | ss:
Department of State

I hereby certify, that the certificate of incorporation of PHOENIX COLOR CORP. was filed on 10/11/1979, with perpetual duration, and that I have made a diligent examination of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 15th day of June
one thousand nine hundred and
ninety-five.



Alexander F. Treachwell

199506160124

F 9500000 3016

ROSNER BRESLER GOODMAN & BUCHHOLZ

ATTORNEYS AT LAW
601 FIFTH AVENUE
NEW YORK, N.Y. 10176
TEL (212) 661-8160
FAX (212) 649-6101

SUITE 401
2000 K STREET, N.W.
WASHINGTON, D.C. 20006
TEL (202) 887-8903
FAX (202) 775-0004

G. BRADFORD COOK, ESQ.*
OF COUNSEL
*ADMITTED D.C.,
ILLINOIS, NEBRASKA

M. CH. BEAU-SOLEIL
1211 GENEVA RD
SWITZERLAND
TEL & FAX (41) 220 47 7017

IRINE HOCHLITZ, ESQ.**
OF COUNSEL
**ADMITTED NY, REG'D GENEVA

January 31, 1997

By Mail

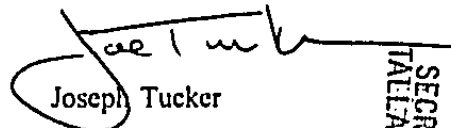
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200002090002--1
-02/17/97--01161--020
*****35.00 *****35.00

To whom it may concern:

Enclosed is an application by Phoenix Color Corp. for withdrawal of authority to transact business or conduct affairs in Florida. Also enclosed is a \$35.00 filing fee for this withdrawal. If you have any questions, please call me at the above number.

Very truly yours,


Joseph Tucker

FILED
97 FEB 17 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
W. R. G.
2/20

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA

PHOENIX COLOR CORP.

(Name of Corporation)

NEW YORK

(Incorporated Under Laws Of)

FILED
97 FEB 17 PM 2:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

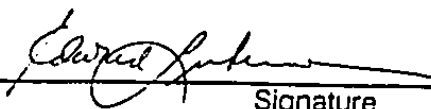
ROSNER BRESLER GOODMAN & BUCHOLZ, 521 FIFTH AVENUE, 28th floor

(Mailing Address)

NEW YORK, NEW YORK 19175

(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


Signature

JANUARY 31, 1997
Date

EDWARD LIEBERMAN

Typed or printed name

EVP

Title