

# F95

**CSC networks**

PRENTICE HALL  
LEGAL & FINANCIAL SERVICES

1201 HAYS STREET  
TALLAHASSEE, FL 32301

800-342-8006

# 0000003175

ACCOUNT NO. : 0721000000032

REFERENCE : 629814 . 86901D

AUTHORIZATION :

*Patricia Profit*

COST LIMIT : \$ 122.50

ORDER DATE : June 30, 1995

ORDER TIME : 11:05 AM

ORDER NO. : 629810

4000001328214

CUSTOMER NO: 86901D

CUSTOMER: Mr. Sepham George  
Prentice Hall Legal &  
375 Hudson Street

New York, NY 10014

### FOREIGN FILINGS

NAME: DIRECT MARKETING VENTURES,  
INC.

XX PROFIT  
       NON-PROFIT

       CORPORATE  
       LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUN 30 PM 1:25  
6-30

**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. Direct Marketing Ventures, Inc.  
(Name of corporation: the word "INCORPORATED," "COMPANY," OR "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. Delaware  
(State or country under the law of which it is incorporated)
3. June 19, 1995  
(Date of Incorporation)
4. Perpetual  
(Duration)
5. Applied for  
(Federal Employer Identification number, if applicable)
6. Subsequent to qualification  
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 2100 Lakeshore Drive, Birmingham, Alabama 35209  
(Current mailing address)
8. Any lawful purpose for which corporations may engage in business under the Florida Business  
Corporation Act, including, but not limited to, direct mail marketing.  
(Brief description of the nature of the business in which it is engaged in the state of Florida)
9. Names and addresses of officers and/or directors:

A. Directors:

Name:	<u>Tom Angelillo</u>
Address:	<u>2100 Lakeshore Drive, Birmingham, Alabama 35209</u>
Name:	<u>Jeanetta Keller</u>
Address:	<u>2100 Lakeshore Drive, Birmingham, Alabama 35209</u>
Name:	<u>Scott Sheppard</u>
Address:	<u>2100 Lakeshore Drive, Birmingham, Alabama 35209</u>

B. Officers:

President:	<u>Tom Angelillo</u>
Address:	<u>2100 Lakeshore Drive, Birmingham, Alabama 35209</u>
Vice President-Administration	<u>Jeanetta Keller</u>
Address:	<u>2100 Lakeshore Drive, Birmingham, Alabama 35209</u>
Secretary:	<u>Sally S. Reilly</u>
Address:	<u>2100 Lakeshore Drive, Birmingham, Alabama 35209</u>

FILED  
SECRETARY OF STATE  
JUN 20 1995  
TAMPA

Assistant Secretary: Harry M. Johnston, III  
Address: 1271 Avenue of the Americas, 38th Floor, New York, New York 10020

Assistant Secretary: Richard L. Friedman  
Address: 1271 Avenue of the Americas, 38th Floor, New York, New York 10020

Treasurer: Denise DeVane  
Address: 2100 Lakeshore Drive, Birmingham, Alabama 35202

Assistant Treasurer: James Solomon  
Address: 1271 Avenue of the Americas, 38th Floor, New York, New York 10020

10. Name and Street address of Florida registered agent:

Name: The Prentice Hall Corporation System, Inc.  
Office Address: c/o Prentice Hall Corporation, 1201 Hays Street, Suite 105  
Tallahassee, Florida 32301  
Zip Code

11. 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.

THE PRENTICE HALL CORPORATION SYSTEM, INC.  
Registered agent's signature: Vicki Schreiber, Asst. V.P.  
(Officer)  
Vicki Schreiber, Asst. V.P.  
(Type Name and Title of Officer)

12. 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.

13. Sally P. Reilly  
(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Sally S. Reilly, Secretary  
(Name and capacity of person signing application)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUL 30 PM 1:33

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DIRECT MARKETING VENTURES, 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-EIGHTH DAY OF JUNE, A.D. 1995.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUN 30 PM 1:33



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A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

7556276

AUTHENTICATION:

06-28-95

DATE: