

Number Only  
**F96000000382**

**C T CORPORATION SYSTEM**

Requestor's Name  
 660 East Jefferson Street

Address  
 Tallahassee, Florida 32301

City State Zip Phone  
 904-222-1092

**CORPORATION(S) NAME**

400001685844  
 -01/23/96--01063--013  
 \*\*\*\*\*70.00 \*\*\*\*\*70.00

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 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
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*Actmedia Services, Inc*

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> NonProfit                 |   |   |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
| <input checked="" type="checkbox"/> Foreign        |   |   |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of N.A.     |
| <input type="checkbox"/> Certified Copy            | <input type="checkbox"/> Photo Copies           | <input type="checkbox"/> Fictitious Name    |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> GUARANTY           |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out                  |   |   |

Name Availability

Document Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

1/23/96  
 3:00

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CN2E031 (1-89)

**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. ACTMEDIA SERVICES, 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. DELAWARE  
(State or country under the law of which it is incorporated)
3. 36-4046395  
(FBI number, if applicable)
4. OCTOBER 31, 1995  
(Date of Incorporation)
5. PERPETUAL  
(Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 1996  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 303 East Ohio Street  
Chicago, IL 60611  
(Current mailing address)

8. Marketing  
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT Corporation System  
c/o CT Corporation System  
Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324  
(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.*

  
(Registered agent's signature)

Michael E. Jones  
Special Asst. Secty

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.

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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)

Chairman: Ross W. McKeon

Address: 301 Merritt 7, Po Box 5102, Norwalk, CT 06856

Vice Chairman: Douglas N. Woodrum

Address: 13355 Noel Road, Suite 1500

Dallas, TX 75240

Director: Patricia Karlson

Address: 303 East Ohio Street

Chicago, IL 60611

Director: Stuart Blade

Address: 303 East Ohio Street

Chicago, IL 60611

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

President: Ross W. McKeon

Address: 301 Merritt 7

Norwalk, CT 06856

Vice President: Stuart Blades

Address: 303 East Ohio Street, Chicago, IL 60611

Dallas, TX 75240

Secretary: Patricia Karlson

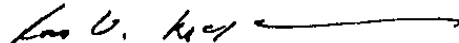
Address: 303 East Ohio Street

Chicago, IL 60611

Treasurer: Douglas N. Woodrum

Address: 13355 Noel Road, Suite 1500, Dallas, TX 75240

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. Ross W. McKeon, President  
(Typed or printed name and capacity of person signing application)

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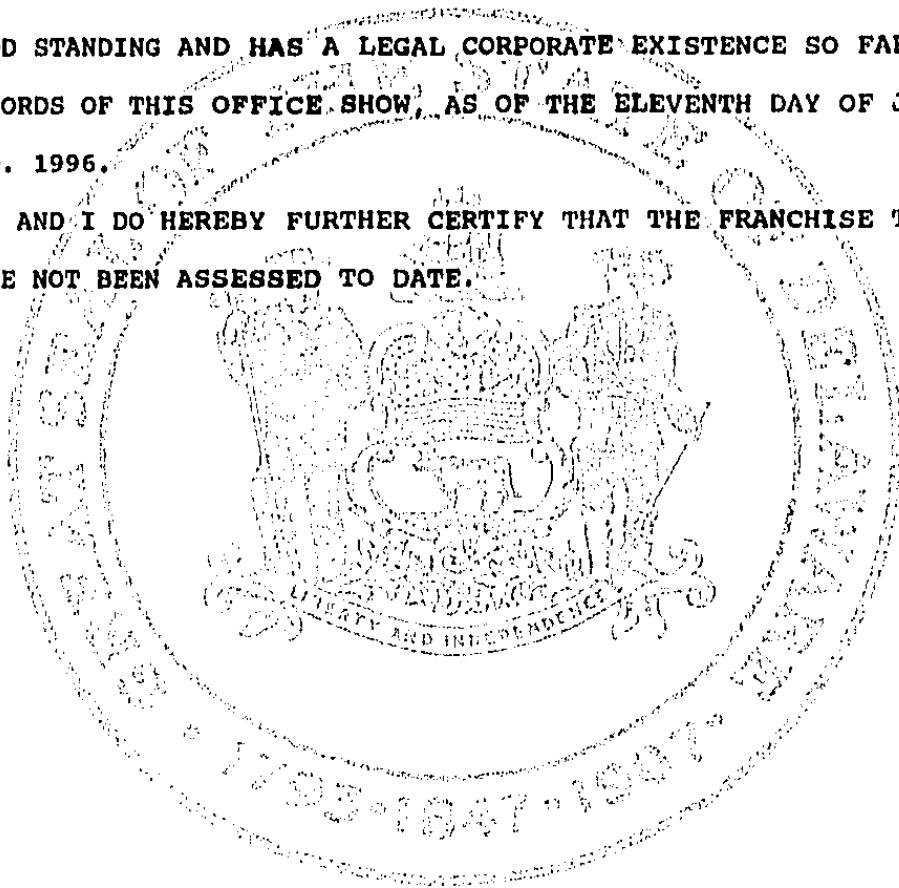
State of Delaware  
**Office of the Secretary of State**

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACTMEDIA 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 ELEVENTH DAY OF JANUARY, A.D. 1996.

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



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*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

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01-11-96