

F96000002318

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9070
904-222-0399

SC networks
PRACTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 844394 4325997

AUTHORIZATION :

COST LIMIT : *Patricia Pyzik*

ORDER DATE : February 12, 1996

ORDER TIME : 12:16 PM

ORDER NO. : 844394

CUSTOMER NO: 4325997

CUSTOMER: Mary Richardson, Legal Asst
Meyer Hendricks Victor Ruffner
2929 North Central, Suite 1000

Phoenix, AZ 85012

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***1200.00 ***1200.00

300001723199

W96-4210

p373

FOREIGN FILINGS

NAME: ELLER MEDIA COMPANY

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tara Hartnett

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96 FEB 23 10 10
DIVISION OF CORPORATION
SECRETARY OF STATE

LA
5/8



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

February 23, 1996

CSC NETWORKS

SUBJECT: ELLER MEDIA COMPANY
Ref. Number: W96000004210

RESUBMIT

Please give original
submission date as file date.

We have received your document(s) in this office, however, the document is being returned for the following:

The name you are requesting is unavailable, since it has been reserved for another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1200.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 696A00008108

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96 FEB 23 AM 10:50

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 24, 1996

SCOTT ELLER
ELLER MEDIA COMPANY
2850 E CAMELBACK RD #300
PHOENIX, AZ 85018

SUBJECT: ELLER MEDIA COMPANY
Ref. Number: W96000004210

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DIVISION OF CORPORATIONS
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This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for ELLER MEDIA COMPANY.

The referenced application states that the corporation has transacted business in the State of Florida since August 1, 1995. You were notified by letter dated February 23, 1996, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$1200.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Doug Dickinson
Document Specialist Letter No. 196A00019289

Enclosure

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. Eller Media Company
(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 3. 86-0801051
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 15, 1995 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. August, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.103, F.S.)

7. 2850 East Camelback Road Ste. 300
Phoenix, Arizona 85016
(Current mailing address)

8. Any lawful purpose
(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: Corporation Service Company
Office Address: 1201 Hays Street
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.

Michael A. Shelton
(Registered agent's signature) Asst. V.P.

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:

A. DIRECTORS

Chairman: Karl Eller
Address: 2850 East Camelback Road Ste. 300
Phoenix AZ 85016

Vice Chairman: _____
Address: _____

Director: John L. Bunce, Jr.
Address: One Maritime Plaza, 12th Floor
San Francisco, CA 94111

Director: Joseph Nicholas
Address: One Maritime Plaza, 12th Floor
San Francisco, CA 94111

B. OFFICERS

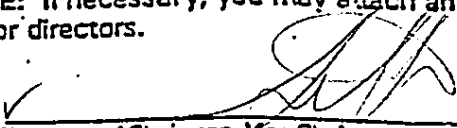
Vice President: Scott Eller
Address: 2850 East Camelback Road Ste. 300
Phoenix AZ 85016

Vice President: Sandra L. Neylon
Address: 2850 East Camelback Road Ste. 300
Phoenix AZ 85016

Secretary: Sandra L. Neylon
Address: 2850 East Camelback Road Ste. 300
Phoenix AZ 85016

Treasurer: Not named
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. Scott Eller, Vice President
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS
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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ELLER MEDIA COMPANY" 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 THIRTEENTH DAY OF FEBRUARY, A.D. 1996.

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

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DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

2533910 8300

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AUTHENTICATION: 7825363

DATE: 92-13-96