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MICHIGAN CITY, IN 46361-8019

June 10, 1996

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 17 PM 4:48

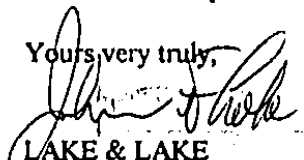
Subject: Intercontinental Subscription Service, Inc.

Dear Sir/Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and our check number 321 in the sum of \$70.00 are submitted to register the above referenced Foreign Corporation to Transact Business in Florida.

Please return all correspondence concerning this matter to the following: John F. Lake, LAKE & LAKE, P.O. Box 2019, Michigan City, Indiana 46361-8019.

Should you need to call someone concerning this matter, please call John F. Lake, (219) 874-4140. If you need any further information regarding this authorization please do not hesitate to contact me.

Yours very truly,

LAKE & LAKE
By: John F. Lake

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cc:file
Enclosures

**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. Intercontinental Subscription Service, 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. State of Indiana
(State or country under the law of which it is incorporated)
3. 35-1416447
(FBI number, if applicable)
4. November 23, 1977
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Have not yet begun transacting business in Florida
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 2601 East Michigan Boulevard
Michigan City, Indiana 46360
(Current mailing address)
Magazine and Book Subscription sales and transact any and all business for which a Corporation may be Incorporated under
8. Florida law.
(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: Cynthia Kelso

Office Address: 1015 Alba Drive
Orlando, Florida, 32804
(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.

Cynthia Taylor Kelso
(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.

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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: Robert W. Lake

Address: 2601 East Michigan Boulevard

Michigan City, Indiana 46360

Vice Chairman: Not Applicable

Address: _____

Director: Ruth Mokrycki

Address: 2601 East Michigan Boulevard

Michigan City, Indiana 46360

Director: Tom Thomas

Address: 2601 East Michigan Boulevard

Michigan City, Indiana 46360

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

President: Robert W. Lake

Address: 2601 East Michigan Boulevard

Michigan City, Indiana 46360

Vice President: Ruth Mokrycki

Address: 2601 East Michigan Boulevard

Michigan City, Indiana 46360

Secretary: Tom Thomas

Address: 2601 East Michigan Boulevard

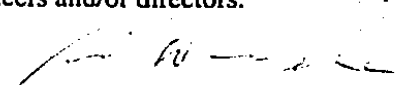
Michigan City, Indiana 46360

Treasurer: Tom Thomas

Address: 2601 East Michigan Boulevard

Michigan City, Indiana 46360

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. Robert W. Lake, Chairman & President, Intercontinental Subscription
(Typed or printed name and capacity of person signing application) Service, Inc.

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

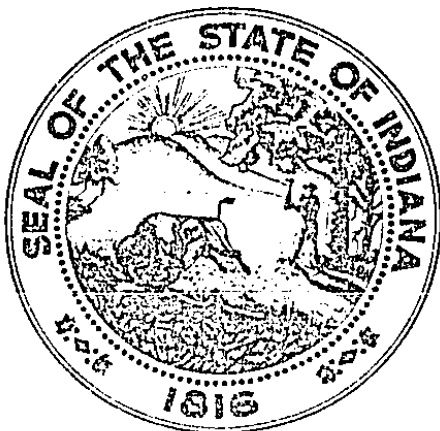
I further certify that records of this office disclose that

INTERCONTINENTAL SUBSCRIPTION SERVICE, INC.

filed Articles of Incorporation on November 23, 1977, and is a corporation duly organized and existing under and by virtue of the laws of the State of Indiana.

I further certify this corporation has filed its most recent annual report required by Indiana law with the Secretary of State, or is not yet required to file such annual reports, and that Articles of Dissolution have not been filed.

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In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Twenty-third day of May, 1996.

Sue Anne Gilroy
SUE ANNE GILROY, Secretary of State

Shi
Deputy