

F96000003312

GT CORPORATION SYSTEM

806 Olive Street
St. Louis, MO 63101
Tel. 314-231-8380
Fax 314-231-4454

200001867042
-06/19/96--01055--003
*****70.00 *****70.00

June 11, 1996

RE: ACXION/DIRECT MEDIA, INC. (AR DOM.)

To: S/S FL

From: Naomi Green - C T St. Louis
Order #563213

W96-13059

Please file the enclosed Application for Certificate of Authority.

Please forward filing evidence via regular mail directly to me.

Please contact me with any problems. Thank you for your assistance with this matter.

6/28

Naomi Green
Enc.

N. Green

FILED
96 JUN 28 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 19, 1996

CT CORPORATION SYSTEM
906 OLIVE ST.
ST LOUIS, MO 63101

SUBJECT: ACXIOM / DIRECT MEDIA, INC.
Ref. Number: W96000013059

We have received your document for ACXIOM / DIRECT MEDIA, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6093.

Freta Lott
Corporate Specialist Supervisor

Letter Number: 796A00030453

**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. ACTIOM / DIRECT MEDIA, 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. Arkansas

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. April 4, 1996

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))

7. 4001 Tamiami Trail North,

Naples, FL

(Current mailing address)

8. A direct mail list brokerage firm that provides the following services to its clients: list availability, list pricing, list enhancements, database development.

(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 T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

10. Registered agent 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.

C T CORPORATION SYSTEM

M. S. Green

(Registered agent's signature) (Officer)

M. S. GREEN, Asst. Secy.

(Type Name and Title of Officer)

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 See attached list of directors

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS See attached list of 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. Catherine L. Hughes
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. Catherine L. Hughes, Secretary & General Counsel
(Typed or printed name and capacity of person signing application)

FILED
96 JUN 28 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 4, 1990

OFFICERS

Stephen H. Brighton
S.S.N. 514-48-1129
Chief Executive Officer
131 Valley Club Road
Little Rock, AR 72212

David Florence
S.S.N.
President
6 Hunter Lane
Rye, NY 10580

Robert Foehl
S.S.N.
Chief Operating Officer
3 Kensington Court
Old Greenwich, CT 06870

Maxim Bartko
S.S.N.
Vice President
39 South Bowman Drive
Greenwich, CT 06831

Robert S. Bloom
S.S.N. 322-50-9223
Treasurer & Chief Financial Officer
#30 Fontenay Circle
Little Rock, AR 72211

Catherine L. Hughes
S.S.N. 587-86-2438
Secretary & General Counsel
4 Ken Circle
Little Rock, AR 72207

Michael J. Dolan
S.S.N.
Assistant Secretary / Treasurer
15 Scarlet Maple Court
Little Rock, AR 72212

Shayne D. Smith
S.S.N. 431-35-2781
Assistant Secretary
2725 Archer Lane
Conway, AR 72032

DIRECTORS

Rodger S. Kline
S.S.N. 462-80-9784
801 Pleasant Valley Drive #11
Little Rock, AR 72227

Stephen H. Brighton
S.S.N. 514-48-1129
131 Valley Club Road
Little Rock, AR 72212

96 JUN 28 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



Sharon Priest
 SECRETARY OF STATE

State of Arkansas SECRETARY OF STATE

CERTIFICATE OF GOOD STANDING OF A DOMESTIC CORPORATION

FILED
 96 JUN 28 PM 2:30
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

I, Sharon Priest, Secretary of State of the State of Arkansas, and as such, keeper of the records of domestic and foreign corporations, do hereby certify that the records of this office show:

 AXIOM/DIRECT MEDIA, INC.
 a corporation chartered under the laws of the State of **ARKANSAS**
 filed Articles of Incorporation **APRIL 4, 1996**

I further certify that as far as the records show, this corporation is at this time chartered and in good standing, having met all the requirements governing a domestic corporation in this State.

In Testimony Whereof, I have hereunto set my hand and official seal, on this, the
 26TH day of **APRIL**, 19 **96**

 Sharon Priest
 Sharon Priest, Secretary of State

by: *David Morrow*
 Corporations Division

DAVID MORROW

C-2/Rev 10-1-88