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F96000006029



ACCOUNT NO. : 072100000032

REFERENCE : 158806 159069A

AUTHORIZATION : *Patricia Pyant*

COST LIMIT : \$ 70.00

ORDER DATE : November 18, 1996

ORDER TIME : 2:26 PM

ORDER NO. : 158806-010

CUSTOMER NO: 159069A

000002007580--0

CUSTOMER: Dana Dugan, Legal Assistant
John Alden Life Insurance
7300 Corporate Center Drive

Miami, FL 33126

FOREIGN FILINGS

NAME: ADMARK MARKETING COMPANY, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 19 AM 9:29

RECEIVED
96 NOV 19 AM 8:39
DIVISION OF CORPORATION

**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. ADMARK Marketing Company, 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. New Jersey 3. 22-2901991
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 13, 1988 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Business not yet transacted.
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 100 Craig Road, Suite 1010
Manalapan, New Jersey 07726
(Current mailing address)
8. Insurance/Annuity Marketing
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays Street, Suite 105

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.

The Prentice-Hall Corporation System, Inc.

By: Deborah D. Skipper
(Registered agent's signature)

Deborah D. Skipper, As Agent

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:

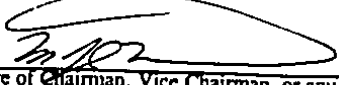
A. DIRECTORS

Chairman: Glendon E. Johnson
Address: 7300 Corporate Center Drive
Miami, Florida 33126
Director
Vice Chairman: Gary F. Kadlec
Address: 6751 Commerce Parkway
Dublin, Ohio 43017
Director: Scott L. Stanton
Address: 7300 Corporate Center Drive
Miami, Florida 33126
Director: Lonnie R. Wright
Address: 7300 Corporate Center Drive
Miami, Florida 33126

B. OFFICERS

President: Gary F. Kadlec
Address: 6751 Commerce Parkway
Dublin, Ohio 43017
Vice President: Milford L. Middelstaedt
Address: 7300 Corporate Center Drive
Miami, Florida 33126
Secretary: Anne V. Wardlow
Address: 7300 Corporate Center Drive
Miami, Florida 33126
Treasurer: William G. Piel
Address: 7300 Corporate Center Drive
Miami, Florida 33126

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. Milford L. Middelstaedt, Vice President & Assistant Secretary
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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NEW JERSEY SECRETARY OF STATE

ADMARK MARKETING COMPANY, INC.

I, THE SECRETARY OF STATE OF THE STATE OF NEW JERSEY, DO HEREBY CERTIFY THAT THE RECORDS OF THIS OFFICE SHOW THAT THE CHARTER/AUTHORITY OF THE ABOVE-NAMED BUSINESS WAS FILED IN THIS OFFICE ON JUNE 13, 1988.

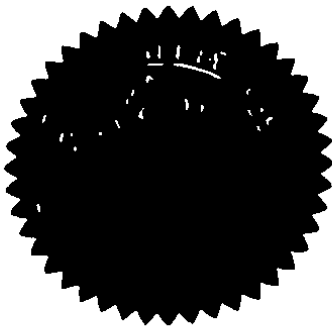
I FURTHER CERTIFY, THAT SO FAR AS THE RECORDS OF THIS OFFICE SHOW, SAID BUSINESS HAS NOT BEEN DISSOLVED, CANCELLED, OR WITHDRAWN, NOR HAS ITS CHARTER/AUTHORITY BEEN VOIDED/REVOKED FOR NON-PAYMENT OF STATE TAXES BY PROCLAMATION. IT NOW CONTINUES TO MAINTAIN ACTIVE STATUS WITHIN THE STATE OF NEW JERSEY. AT THE TIME OF THE ISSUANCE OF THIS CERTIFICATE, ANNUAL REPORTS ARE CURRENT.

I FURTHER CERTIFY THAT THE LOCATION OF THE REGISTERED OFFICE IS

820 BEAR TAVERN ROAD
WEST TRENTON NJ 08628
AND THE REGISTERED AGENT IS THE CORPORATION TRUST CO.

AUG. 23, 1996

Donna R. Hooley



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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