

THE COMMERCIAL CORPORATION  
P.O. Box 151 • Wilmington, Delaware 19801-151 • Telephone (302) 575-1400 • Telex (3) 575-146

December 2, 1996

Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Emerald Coast Marketing Resources, Inc.  
9609302667840

300002030703--6  
-12/17/96-01067-025  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir or Madam:

Enclosed please find Application for Authority (and related documents, if appropriate) and our check in the amount of \$70.00 for Emerald Coast Marketing Resources, Inc..

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 7003, with questions regarding the enclosed application.

Sincerely,

*Laura J. Lockhart*  
Laura J. Lockhart  
Corporate Service Representative

eng.e

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**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. Emerald Coast Marketing Resources 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. 59-3403348  
(FEI number, if applicable)

4. 9/30/96  
(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 617.150, F.S.)

7. 1203 Shipley Drive  
Niceville, FL 32578  
(Current mailing address)

8. Marketing Services (research, statistics, planning, direct marketing, gift broker)  
(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: Gary R. Cottingham

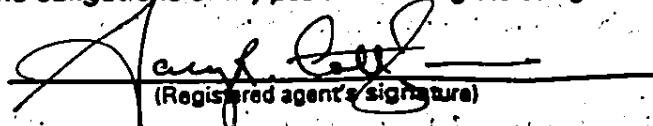
Office Address: 1203 Shipley Drive

Niceville, Florida, 32578  
(Zip Code)

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TALLAHASSEE, FLORIDA  
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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)

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: Gary R. Cottingham

Address: 1203 Shipley Drive  
Niceville, FL 32578

Vice Chairman: Sandra Lee Cottingham

Address: 1203 Shipley Drive  
Niceville, FL 32578

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: Gary R. Cottingham

Address: 1203 Shipley Drive  
Niceville, FL 32578

Vice President: Sandra Lee Cottingham

Address: 1203 Shipley Drive  
Niceville, FL 32578

Secretary: Sandra Lee Cottingham

Address: 1203 Shipley Drive  
Niceville, FL 32578

Treasurer: Gary R. Cottingham

Address: 1203 Shipley Drive  
Niceville, FL 32578

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

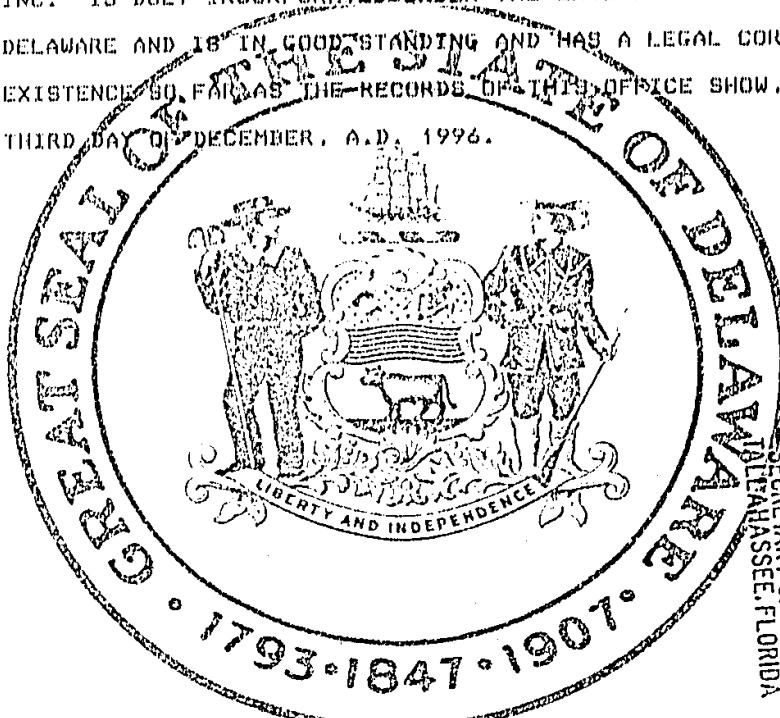
13. Gary R. Cottingham President  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Gary R. Cottingham President, Chairman  
(Typed or printed name and capacity of person signing application)

*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 "EMERALD COAST MARKETING RESOURCES, 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 THIRD DAY OF DECEMBER, A.D. 1996.



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

*Edward J. Freel*  
Edward J. Freel, Secretary of State



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AUTHENTICATION:

DATE:

8217502

12-03-96