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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

100002034951--9

-12/20/96--01053--006

\*\*\*\*\*70.00 \*\*\*\*\*70.00

CORPORATION(S) NAME

PRO Direct Response Corp.

☒ Profit

☐ NonProfit

☐ Limited Liability Co.

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other UCC Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

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Examiner

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Verifier

Acknowledgment

W.P. Verifier

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
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. PRO Direct Response Corp.  
(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  
(State or country under the law of which it is incorporated)
3. 22-3413413  
(FEI number, if applicable)
4. 11/22/95  
(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. F.S.))
7. P.O. Box 269  
San Antonio, Texas 78216-6918  
(Current mailing address)
8. To engage in any and all lawful acts or activity permitted by 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:  
  
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**

Connie Bryan

(Registered agent's signature) (Officer)

Spec. Asst. Sec.

(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**

Chairman: Peter J. Wood

Address: 25400 U.S. Highway 19 North  
Clearwater, Florida 34623

~~Vice Chairman:~~ Houston H. Harte, Vice President and Director

Address: 200 Concord Plaza Dr., Suite 800  
San Antonio, Texas 78216-6918

Director: Robert D. Pinsky, President and Director

Address: 25400 U.S. Highway 19 North  
Clearwater, Florida 34623

Director: Donald R. Crews, Vice President, Secretary and Director

Address: 200 Concord Plaza Dr., Suite 800  
San Antonio, Texas 78216-6918

**B. OFFICERS**

Vice President: and Director Larry Franklin

Address: 200 Concord Plaza Dr., Suite 800  
San Antonio, Texas 78216-6918

Vice President: Secretary & Treasurer Lesley A. Bachman

Address: 25400 U.S. Highway 19 North  
Clearwater, Florida 34623

Assistant Secretary: Faye Sowell

Address: 200 Concord Plaza Dr., Suite 800  
San Antonio, Texas 78216-6918

Assistant Treasurer: and Assistant Secretary Federica Ortiz

Address: 200 Concord Plaza Dr., Suite 800

San Antonio, Texas 78216-6918

• SEE ADDENDUM

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

13. Donald R. Crews  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Donald R. Crews, Vice President and Secretary  
(Typed or printed name and capacity of person signing application)

**ADDENDUM LISTING ADDITIONAL OFFICERS  
TO APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TRANSACT BUSINESS IN FLORIDA**

Vice President: Richard H. Hochhauser  
Address: 200 Concord Plaza Dr., Suite 800  
San Antonio, Texas 78216-6918

Vice President: Richard L. Ritchie  
Address: 200 Concord Plaza Dr., Suite 800  
San Antonio, Texas 78216-6918

NEW JERSEY SECRETARY OF STATE  
PRO DIRECT RESPONSE CORP.

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 NJ BUSINESS WAS FILED IN THIS OFFICE ON NOV. 22, 1995.

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

ONE CHERRY HILL SUITE 701

CHERRY HILL

NJ 08002

AND THE REGISTERED AGENT IS HOWARD ABRAMS.

DEC. 18, 1996

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 DEC 20 PM 12:29

FILED

*Konnie R. Hooty*

