



THE UNITED STATES
CORPORATION
COMPANY

F97000005668

ACCOUNT NO. : 072100000032

REFERENCE : 575338 153049A

AUTHORIZATION

Patricia Pizutto

COST LIMIT : \$ 122.50

ORDER DATE : October 23, 1997

ORDER TIME : 9:34 AM

ORDER NO. : 575338-005

CUSTOMER NO: 153049A

100002331301--7

CUSTOMER: Ms. Ellen M. Clark
Emc Services
P. O. Box 2051

Pompano Beach, FL 33061

FOREIGN FILINGS

NAME: MKS MEDIA, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 28 PM 1:27

RECEIVED
97 OCT 28 AM 10:41
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. MKS 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. Michigan 3. 38-3363237
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 06/06/97 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Pending Florida Approval before start
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 2723 Middle Lake Road
Twin Lake, MI 49457
(Current mailing address)

8. Bill board Advertising & Maint.
(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: Roger A. NASTASE

Office Address: 4270 NW 19th Ave

Pompano Beach, Florida, 33064
(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.

By: Roger A. Nastase
(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: (Street address **ONLY**- P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P.O. Box **NOT** acceptable)

Chairman: Roger A. Nastase

Address: 4270 NW 19th Ave
Pompano Bch, FL 33064

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Roger A. Nastase

Address: 4270 NW 19th Ave
Pompano Bch, FL 33064

Vice President: _____

Address: _____

Secretary: Ellen M. Clark

Address: 1028 SW 42nd Ave
Deerfield Beach, FL 33442

Treasurer: _____

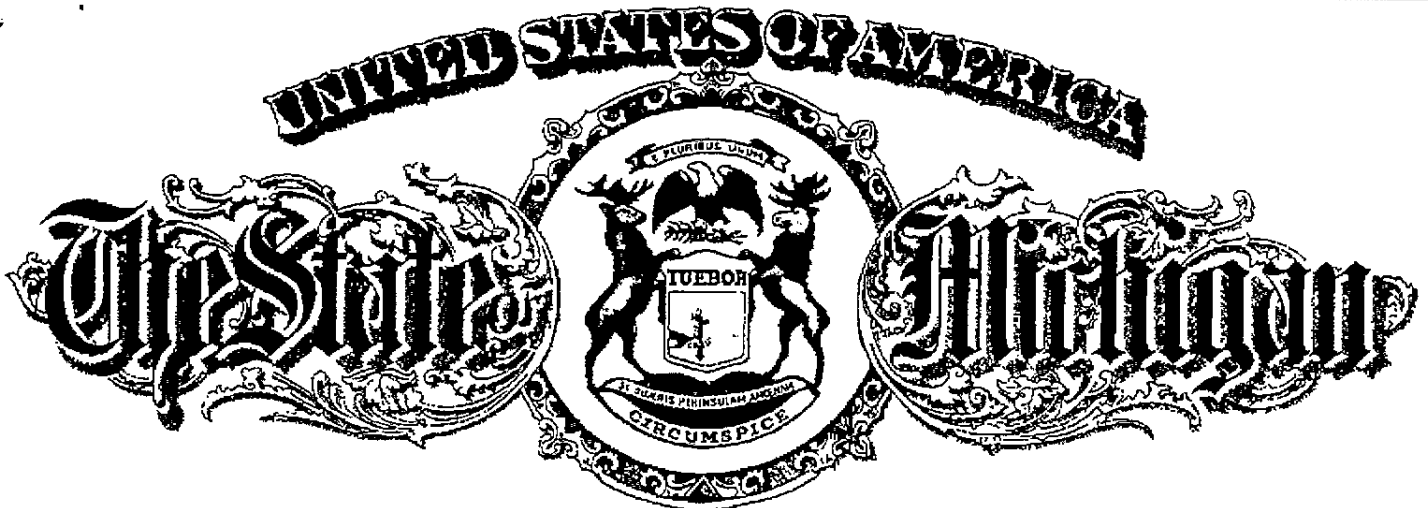
Address: _____

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

13. Roger A. Nastase Ellen M. Clark
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14. Roger A. Nastase Ellen M. Clark
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Michigan Department of Consumer and Industry Services

Lansing, Michigan

This is to Certify That

MKS MEDIA, INC.

was incorporated on June 6, 1997, as a Michigan profit corporation,
and said corporation is in existence under the laws of this State.

This certificate is issued to attest to the fact that the corporation is in good standing
in this office as of this date and is duly authorized to transact business or conduct
affairs in Michigan and for no other purpose. It is in the usual form, made by me
as the proper officer, and is entitled to have full faith and credit given it in every
court and office within the United States.

In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 27th day
of October, 1997.

Julie Croll

, Director

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