



THE UNITED STATES
CORPORATION
COMPANY

97000006564

ACCOUNT NO. : 072100000032

REFERENCE : 627447 4803460

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pyjunt

ORDER DATE : December 9, 1997

ORDER TIME : 3:59 PM

ORDER NO. : 627447-005

CUSTOMER NO: 4803460

CUSTOMER: Evelyn Verdon, Legal Asst
Lowenstein Sandler Kohl Fisher
65 Livingston Avenue

Roseland, NJ 07068-1791

W97-27551

RECEIVED
97 DEC 10 AM 9:13
DIVISION OF CORPORATION

FOREIGN FILINGS

600002367716--8

NAME: PMG MARKETING, 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: Andrew Cumper

97 DEC 10 AM 9:29

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

VR
12/10



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 10, 1997

CSC
ATTN: ANDREW CUMPER

SUBJECT: PMG MARKETING, INC.
Ref. Number: W97000027551

We have received your document for PMG MARKETING, INC., along with a name resolution form to adopt a different name. It appears that the name PMG MARKETING, INC. is available for use in Florida. If you are aware of a name conflict, please let us know and we will file your application with the name resolution. If you are not aware of any conflict, please let us know so that we may file your application without the name resolution. We will hold the application in our pending file. Attached is a photocopy of the application and resolution for your reference.

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 (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 297A00058140

RESUBMIT
Please give original
submission date as file date.

RECEIVED
97 DEC 12 AM 9:06
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. PMC Marketing, 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 York 3. 13-3535508
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 19, 1993 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. UPON TIME OF FILING
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. c/o PMC Financial Services, 350 Park Avenue, New York, New York 10022

(Current mailing address)

8. Insurance Sales
(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: Corporation Service Company

Office Address: 1201 Hays Street

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.

Corporation Service Company

By: Gail Sherry
(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: None

Address: _____

Vice Chairman: None

Address: _____

Director: Robert Hock

Address: 300 East 54th Street, #21C

New York, New York 10022

Director: Justin Hsu

Address: 1000 Park Avenue

New York, New York 10028

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

President: Robert Hock

Address: 300 East 54th Street, #21C

New York, New York 10022

Vice President: None

Address: _____

Secretary: Justin Hsu

Address: 1000 Park Avenue


New York, New York 10028

Treasurer: Justin Hsu

Address: 1000 Park Avenue

New York, New York 10028

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. Justin Hsu, Secretary/Treasurer
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 10 AM 9:29

State of New York } **ss:**
Department of State

I hereby certify, that the certificate of incorporation of PMG MARKETING, INC. was filed on 08/31/1989, under the name of PYRAMID MARKETING GROUP, INC., with perpetual duration, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment PYRAMID MARKETING GROUP, INC., changing name to PMG MARKETING, INC., was filed 07/25/1991.

The Corporation Biennial Statement is past due.

Witness my hand and the official seal
of the Department of State at the City
of Albany, this 02nd day of December
one thousand nine hundred and
ninety-seven.



Special Deputy Secretary of State

199712030066 46

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 10 AM 9:29