

Document Number Only  
**F980000000756**

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City State Zip Phone

CORPORATION(S) NAME

600002424976--9

-02/09/98--01047--018

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

*Mentus Media, Corp.*

- ☒ Profit  
☐ NonProfit  
☐ Limited Liability Company  
☒ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Limited Liability Partnership  
☐ Certified Copy  
☐ Call When Ready  
☒ Walk In  
☐ Mail Out
- ☐ Amendment  
☐ Dissolution/Withdrawal  
☐ Annual Report  
☐ Fict. Filing  
☐ Photo Copies  
☐ Call if Problem  
☐ Will Wait
- ☐ Merger  
☐ Mark  
☐ Other  
☐ Change of R.A.  
☐ UCC-1 UCC-3  
☐ CUS  
☐ After 4:30  
☒ Pick Up

98 FEB -9 PM 12:00

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*2/9*

Name Availability
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Acknowledgment
W.P. Verifier

FEB - 6 1998

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Thanks, Melanie

RECEIVED  
98 FEB 9 AM 11:22  
CORPORATION

**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. Mentus Media 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. Delaware

(State or country under the law of which it is incorporated)

3. 41-1670450

(FEI number, if applicable)

4. June 7, 1990

(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 817.156, F.S.))

7. 9531 W. 78th St., Minneapolis, Minnesota 55344

(Current mailing address)

8. Electronic Advertising

(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 obligation of my position as registered agent.

C T Corporation System

Cindy L. Parrinello

(Registered agent's signature) (Officer)

Cindy L. Parrinello, Special Asst. Secretary

(Type Name and Title of Officer)

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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: Gerard P. Joyce

Address: 9531 W. 78th St.

Minneapolis, Minnesota 55344

Vice Chairman: Thomas M. Pugliese

Address: 9531 W. 78th St.

Minneapolis, Minnesota 55344

Director: see attached list of directors

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

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

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

B. OFFICERS

President: see attached list of officers

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

Vice President: \_\_\_\_\_

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

Secretary: \_\_\_\_\_

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

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Treasurer: \_\_\_\_\_

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

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

13. Michael Kolthoff, Treasurer & Asst Sec.  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael Kolthoff, Assistant Secretary  
(Typed or printed name and capacity of person signing application)

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Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Directors of  
Mentus Media Corp.**

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1. Gerard P. Joyce  
9531 W. 78th St.  
Minneapolis, Minnesota 55344
2. Thomas M. Pugliese  
9531 W. 78th St.  
Minneapolis, Minnesota 55344
3. Timothy P. Hartman  
9531 W. 78th St.  
Minneapolis, Minnesota 55344
4. Michael J. Marocco  
9531 W. 78th St.  
Minneapolis, Minnesota 55344
5. David R. Voelker  
9531 W. 78th St.  
Minneapolis, Minnesota 55344
6. Thomas J. Davis  
9531 W. 78th St.  
Minneapolis, Minnesota 55344
7. James P. Sheehan  
9531 W. 78th St.  
Minneapolis, Minnesota 55344
8. Alejandro Zubillaga  
9531 W. 78th St.  
Minneapolis, Minnesota 55344

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Appendix to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers of  
Mentus Media Corp.**

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1. Gerard P. Joyce, President  
9531 W. 78th St.  
Minneapolis, Minnesota 55344
2. Thomas M. Pugliese, Chief Exec. Officer  
9531 W. 78th St.  
Minneapolis, Minnesota 55344
3. Michael Kolthoff, Treasurer/Asst. Secretary  
9531 W. 78th St.  
Minneapolis, Minnesota 55344
4. Carol Lundstom  
9531 W. 78th St.  
Minneapolis, Minnesota 55344

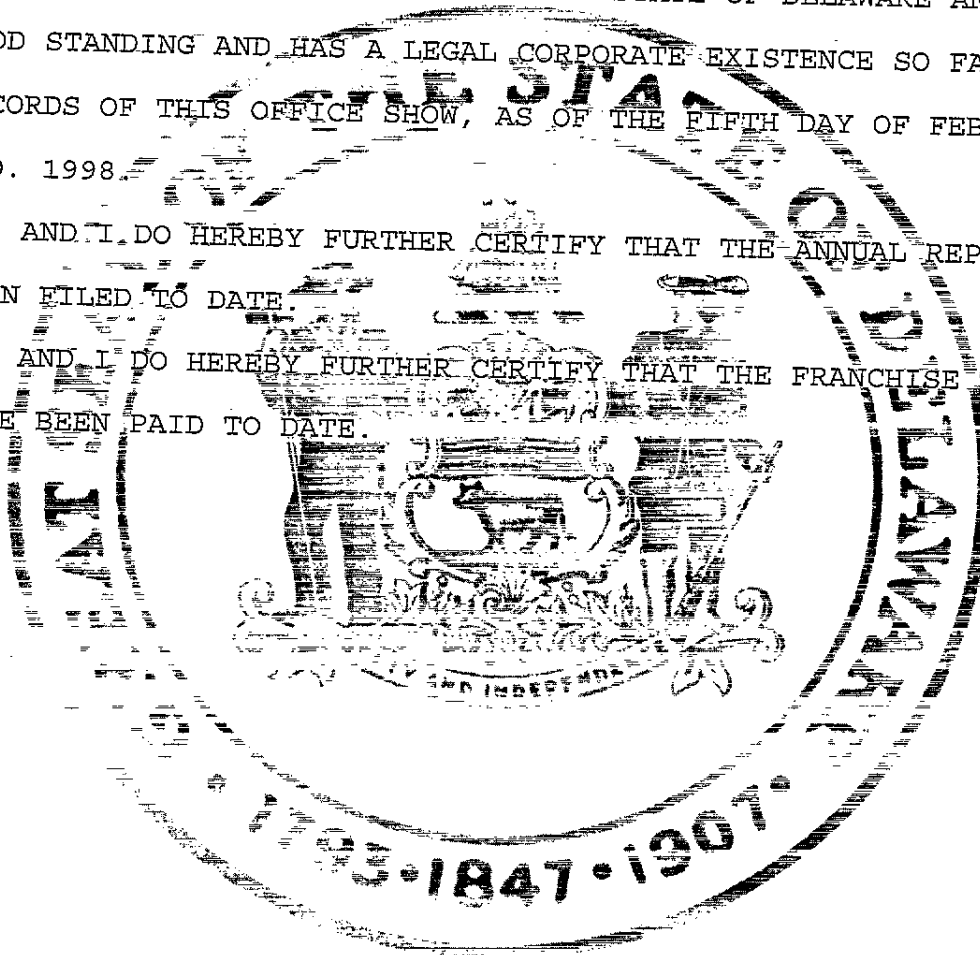
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MENTUS MEDIA CORP." 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 FIFTH DAY OF FEBRUARY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

2232700 8300

981046245

DATE:

8904194

02-05-98