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ACCOUNT NO. : 072100000032

REFERENCE : 871675 4304224

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 70.00

ORDER DATE : June 26, 1998

ORDER TIME : 10:06 AM

ORDER NO. : 871675-010

CUSTOMER NO: 4304224

CUSTOMER: Robert W. Kaufman, Esq
Fischel & Kahn, Ltd.
Suite 2850
190 South LaSalle Street
Chicago, IL 60603-3410

800002576529-1-9

FOREIGN FILINGS

NAME: ICM CONFERENCES, 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: Stacy L Earnest

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 30 PM 3:25

mtm
6/30

DIVISION OF CORPORATION
98 JUN 30 PM 2:42

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. **ICM CONFERENCES, 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. **363974830**

(FEI number, if applicable)

4. **August 10, 1994**

(Date of Incorporation)

5. **Perpetual**

(Duration: Year corp. will cease to exist or "perpetual")

6. **Business to commence July 1, 1998**

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. **303 E. Wacker Drive, 20th Floor**

Chicago, IL 60601

(Current mailing address)

8. **To engage in any act or activity permitted by the corporate laws of the State of Delaware and Florida**

(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: 

(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: MARCUS P. B. EVANS

Address: 303 E. Wacker Drive, 20th Floor
Chicago, IL 60601

Vice Chairman: _____

Address: _____

Director: MARCUS P. B. EVANS

Address: 303 E. Wacker Drive, 20th Floor
Chicago, IL 60601

Director: _____

Address: _____

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

President: MARCUS P. B. EVANS

Address: 303 E. Wacker Drive, 20th Floor
Chicago, IL 60601

~~CHIEF EXECUTIVE OFFICER~~

Vice President: THERON BURRAWAY

Address: 303 E. WACKER DRIVE, 20TH FLOOR
CHICAGO, IL 60601

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. THERON BURRAWAY - CHIEF EXECUTIVE OFFICER
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 30 PM 3:25

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 "ICM CONFERENCES, 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 TWENTY-SIXTH DAY OF JUNE, A.D. 1998.

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

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 30 PM 3:25

2425714 8300

981249982



9165874
06-26-98

Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: