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ATTORNEYS AT LAW

THE CENTURION

SUITE 1101

1601 FORUM PLACE

WEST PALM BEACH, FLORIDA 33401

GARRY M. GLICKMAN

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January 15, 1999

Qualification and Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

700002765677--9

-02/05/99-01039-004

\*\*\*\*\*78.75 \*\*\*\*\*78.75

Reference: MIG Group Communications, Inc.

Gentlemen:

*W99-3004*

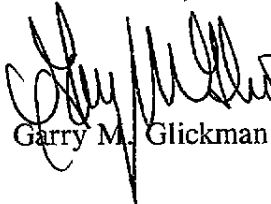
The above referenced New Hampshire corporation wishes to register as a foreign corporation authorized to transact business in the State of Florida. Consequently, we attach the following:

1. Executed application.
2. Certificate of Good Standing from New Hampshire evidencing the corporate existence of the corporation.
3. Our law firm check in the amount of \$78.75, for the filing fee, Registered Agent Designation and Certificate of Status.

Please feel free to contact the undersigned should you need any further information or have any questions concerning the application.

Sincerely,

GLICKMAN, WITTERS, MARELL AND JAMIESON

  
Garry M. Glickman

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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*4-2615*

GMG:jt  
Attachments (as noted)



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 5, 1999

GARRY M. GLICKMAN  
GLICKMAN, WITTERS, MARELL AND JAMIESON  
1601 FORUM PLACE, SUITE 1101  
WEST PALM BEACH, FL 33401

SUBJECT: MIG GROUP COMMUNICATIONS, INC.  
Ref. Number: W99000003004

We have received your document for MIG GROUP COMMUNICATIONS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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 Specialist

Letter Number: 699A00005242

**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. MIG GROUP COMMUNICATIONS, INC.

(Name of corporation: the word "INCORPORATED," "COMPANY," or "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 Hampshire

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

3. November 30, 1995

(Date of Incorporation)

4. Perpetual

(Duration)

5. 02-0504847

(Federal Employer Identification number, if applicable)

6. Upon Qualification

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

7. 1601 Forum Place, Ste. 1212, West Palm Beach, Florida 33401

(Current mailing address)

8. Television Broadcasting

(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. Names and addresses of officers and or directors:

**A. Directors:**

Chairman: Guenter Marksteiner

Address: 1601 Forum Place, Ste. 1212, West Palm Beach, Florida 33401

Vice Chairman: \_\_\_\_\_

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

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

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

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

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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**B. Officers:**

President: Guenter Marksteiner

Address: 1601 Forum Place, Ste. 1212, West Palm Beach, Florida 33401

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

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

Secretary: Steven Ellis

Address: 47 Winnacunnet Road

Hampton, New Hampshire 03842

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

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

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

**10. Name and Street address of Florida registered agent:**

Name: Garry M. Glickman, Esquire

Office Address: 1601 Forum Place, Ste. 1101

West Palm Beach, Florida 33401  
Zip Code

**11. 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.

Registered agent's signature: \_\_\_\_\_

Garry M. Glickman

12. 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.

13. Marksteiner

(Signature of Chairman, Vice Chairman, or any officer listed in number 9 of the application)

14. Guenter Marksteiner, President

(Name and capacity of person signing application)

State of New Hampshire  
Department of State

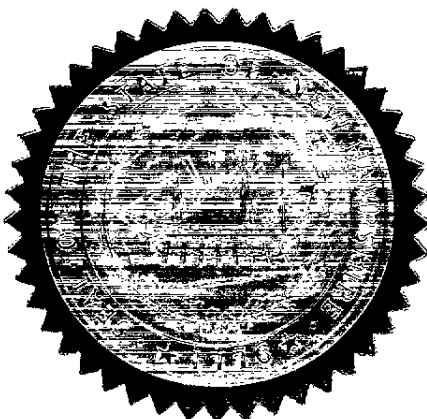
CERTIFICATE OF EXISTENCE

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify MIG GROUP COMMUNICATIONS, INC. (formerly WPB+MLA GROUP COMMUNICATIONS INC.) is a New Hampshire corporation duly incorporated under the laws of the State of New Hampshire on November 30, 1995. I further certify that all fees and annual reports required by the Secretary of State's office have been received and that articles of dissolution have not been filed.

IN TESTIMONY WHEREOF, I hereto  
set my hand and cause to be affixed  
the Seal of the State of New Hampshire,  
this 21st day of January, A.D. 1999



William M. Gardner  
Secretary of State



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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