

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Foreign

1.) Aegis Marketing Group, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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TALLAHASSEE, FLORIDA
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**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. Aegis Marketing Group, 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. Tennessee 3. 62-1390310
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 6, 1989 5. Perpetual.
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1/1/99
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. One Burton Hills Blvd., Suite 200, Nashville, Tennessee 37215
(Current mailing address)

8. Marketing & Communications
(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: National Registered Agents, Inc.

Office Address: 526 E. Park Avenue

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.

Gwendolyn Andrews, Asst Secretary
(Registered agent's signature)
Gwendolyn Andrews, Assistant Secretary

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.

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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: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Robert Chamberlain

Address: One Burton Hills Blvd., Suite 200, Nashville, Tennessee 37215

Chief Operating Officer
Vice President Steve P. Henke

Address: One Burton Hills Blvd., Suite 200, Nashville, Tennessee 37215

Secretary: Lori Copeland

Address: One Burton Hills Blvd., Suite 200, Nashville, Tennessee 37215

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. _____

Robert Chamberlain, President

(Typed or printed name and capacity of person signing application)

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ATTACHMENT

**APPLICATION FOR CERTIFICATE OF AUTHORITY
FOREIGN CORPORATION
State of Florida**

Name of Foreign Corporation: Aegis Marketing Group, Inc.

State of Incorporation: Tennessee

Directors:

<u>Name</u>	<u>Complete Mailing Address</u>
Robert Chamberlain	One Burton Hills Boulevard, Suite 200 Nashville, TN 37215
Roland Wussow	5241 Williamsburg Road Brentwood, TN 37027
Edward Eckenhoff	102 Irving Street, NW Washington, DC 20010-2949
Michael Barton	105 Westwood Place, Suite 200 Brentwood, TN 37027
Clyde Bright	50 Music Square West, Suite 702 Nashville, TN 37203

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Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

ISSUANCE DATE: 12/28/1998
REQUEST NUMBER: 98362058
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 04/06/1989
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0214375
JURISDICTION: TENNESSEE

TO:
BAKER DONELSON BEARMAN & CALDWELL
1700 NASHVILLE CTY C
511 UNION STREET
NASHVILLE, TN 37219

REQUESTED BY:
BAKER DONELSON BEARMAN & CALDWELL
1700 NASHVILLE CTY C
511 UNION STREET
NASHVILLE, TN 37219

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"AEGIS MARKETING GROUP, INC."

IS A CORPORATION DULY INCORPORATED UNDER THE LAW OF THIS STATE WITH DATE OF
INCORPORATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE CORPORATION HAVE BEEN PAID;
THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED
WITH THIS OFFICE; AND
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF CORPORATE EXISTENCE HAVE NOT BEEN FILED

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CIVIL DIVISION
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FOR: REQUEST FOR CERTIFICATE

ON DATE: 12/28/98

FROM:
BAKER DONELSON BEARMAN ETC (NASHVILLE)
511 UNION ST
SUITE 1700
NASHVILLE, TN 37219-0000

RECEIVED: FEES \$140.00 \$0.00
TOTAL PAYMENT RECEIVED: \$140.00

RECEIPT NUMBER: 00002401438
ACCOUNT NUMBER: 00208389



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE