

CORPORATE
ACCESS,
INC.

F99000004620

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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Qualification

1.)

Target media Partners, Inc.
(CORPORATE NAME & DOCUMENT #)

2.)

(CORPORATE NAME & DOCUMENT #)

3.)

(CORPORATE NAME & DOCUMENT #)

4.)

(CORPORATE NAME & DOCUMENT #)

5.)

(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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.*

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1. Target Media Partners, 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. Nevada
(State or country under the law of which it is incorporated)
3. 95-4682394
(FEI number, if applicable)
4. April 16, 1998
(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 817.155, F.S.)
7. 5900 Wilshire Boulevard, Suite 650, Los Angeles, California 90036
(Current mailing address)

8. Newspaper Publishing
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)

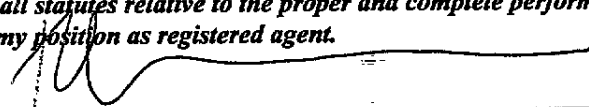
Name: Paracorp Incorporated

Office Address: 236 East 6th Ave

Tallahassee, Florida, 32303
(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.


(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: Mark D. Schiffmacher
Address: 5900 Wilshire Boulevard, Suite 650
Los Angeles, California 90036

Vice Chairman: Susan Humphreville
Address: 5900 Wilshire Boulevard, Suite 650
Los Angeles, California 90036

Director: Mark D. Schiffmacher
Address: 5900 Wilshire Boulevard, Suite 650
Los Angeles, California 90036

Director: Susan Humphreville
Address: 5900 Wilshire Boulevard, Suite 650
Los Angeles, California 90036

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

President: Mark D. Schiffmacher
Address: 5900 Wilshire Boulevard, Suite 650
Los Angeles, California 90036

Vice President: Susan Humphreville
Address: 5900 Wilshire Boulevard, Suite 650
Los Angeles, California 90036

Secretary: Mark D. Schiffmacher
Address: 5900 Wilshire Boulevard, Suite 650
Los Angeles, California 90036

Treasurer: Susan Humphreville
Address: 5900 Wilshire Boulevard, Suite 650
Los Angeles, California 90036

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

13. ☒ (See attached Addendum)
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Mar, D. Schiffmacher
(Typed or printed name and capacity of person signing application)

**ADDENDUM TO APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

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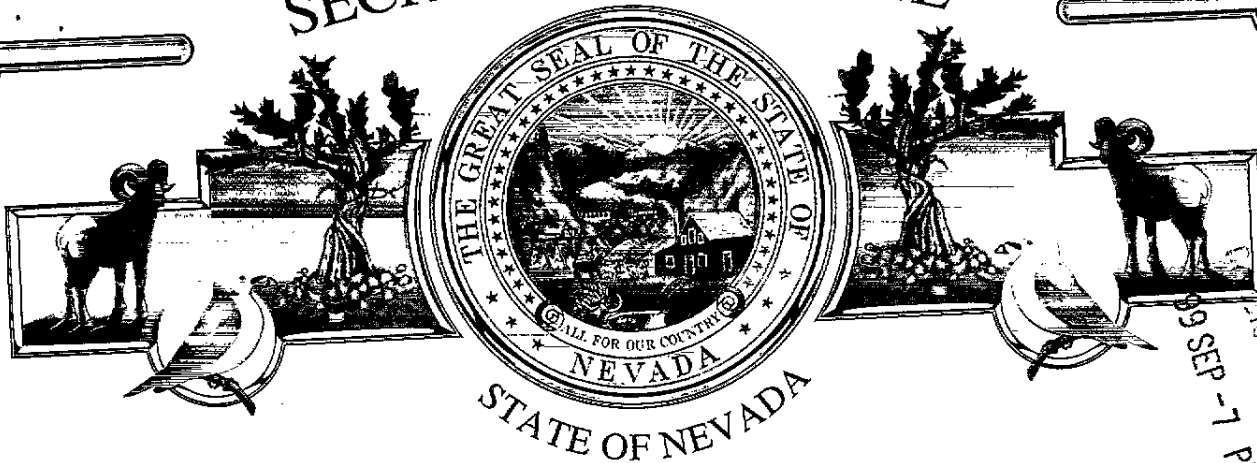
Additional Directors:

1. Jack Humphreville, 5900 Wilshire Boulevard, Suite 650, Los Angeles, California 90036
2. David Jaffe, 5900 Wilshire Boulevard, Suite 650, Los Angeles, California 90036
3. Peter Grauer, 5900 Wilshire Boulevard, Suite 650, Los Angeles, California 90036
4. Tom Unterman, 5900 Wilshire Boulevard, Suite 650, Los Angeles, California 90036
5. Roger Mulvar, 5900 Wilshire Boulevard, Suite 650, Los Angeles, California 90036

Additional Officers:

1. Assistant Secretary: Susan Humphreville, 5900 Wilshire Boulevard, Suite 650, Los Angeles, California 90036
2. Vice President: Jack Humphreville, 5900 Wilshire Boulevard, Suite 650, Los Angeles, California 90036
3. Vice President: Brenda Bannister, 5900 Wilshire Boulevard, Suite 650, Los Angeles, California 90036

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **TARGET MEDIA PARTNERS**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since April 16, 1998, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed the Great Seal of State, at my office, in
Carson City, Nevada, on July 8, 1999.



Dean Heller
Secretary of State

By

J. Musselman
Certification Clerk

SEP 7 1999
DEPT. OF CORPORATIONS
CLERK