



THE UNITED STATES
CORPORATION
COMPANY

F99000005275

ACCOUNT NO. : 072100000032

REFERENCE : 410071 5123330

AUTHORIZATION :

Patricia Pigut

COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 13 PM 2:25

ORDER DATE : October 12, 1999

ORDER TIME : 10:26 AM

ORDER NO. : 410071-005

000003013470--4

CUSTOMER NO: 5123330

CUSTOMER: Ms. Joan Como
Cox Enterprises, Inc
1400 Lake Hearn Drive

Atlanta, GA 30319

FOREIGN FILINGS

NAME: COX CUSTOM MEDIA SALES, INC.

5

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

hsk
10/13/99

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99 OCT 13 PM 2:25
99 OCT 13 AM 11:25
RECEIVED
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.*

1. Cox Custom Media Sales, 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. Not yet available

(FEI number, if applicable)

4. 10/1/99

(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. 1400 Lake Hearn Drive

Atlanta, Georgia 30319

(Current mailing address)

Sale of advertising materials

8. _____

(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: 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: Deborah D. Skipper

(Registered agent's signature)

Deborah D. Skipper
as its agent

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)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

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. Andrew A. Merdek, Secretary

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

COX CUSTOM MEDIA SALES, INC.

Directors

Jay R. Smith
1400 Lake Hearn Drive
Atlanta, Georgia 30319

Brian G. Cooper
1400 Lake Hearn Drive
Atlanta, Georgia 30319

Andrew A. Merdek
1400 Lake Hearn Drive
Atlanta, Georgia 30319

Officers

President: Jay R. Smith
1400 Lake Hearn Drive
Atlanta, Georgia 30319

Vice President: Brian G. Cooper
1400 Lake Hearn Drive
Atlanta, Georgia 30319

Vice President: Preston B. Barnett
1400 Lake Hearn Drive
Atlanta, Georgia 30319

Secretary: Andrew A. Merdek
1400 Lake Hearn Drive
Atlanta, Georgia 30319

Treasurer: Charles B. Solomon
1400 Lake Hearn Drive
Atlanta, Georgia 30319

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State of Delaware
Office of the Secretary of State

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SECRETARY OF STATE
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COX CUSTOM MEDIA SALES, 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 TWELFTH DAY OF OCTOBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

3104482 8300

AUTHENTICATION:

0021276

991431042

DATE: 10-12-99