# Document Number Prov/10006555

| C             | T CORPORATION               | SYSTEM  |               |   |
|---------------|-----------------------------|---------|---------------|---|
| Request<br>66 | or's Name<br>O East Jeffers | on Stre | et_           | - |
| Address       |                             |         | -             |   |
| Tā.           | llahassee, FL               | 32301   | (850)222-1092 | - |
| City          | State                       | Zip     | Phone         |   |

Y.F. Verilier

CORPORATION(S) NAME

100003075501--0 -12/20/99--01103--011 \*\*\*\*\*70.00 \*\*\*\*\*\*70.00

|  | ·                                  |   |
|--|------------------------------------|---|
| United Parenting   | Publications, Inc.                 | <u> </u>  |
|  |                                    | Prince III  |
|  |                                    | (A) (A)   |
|  |                                    |   |
| M Frofit   |                                    | 5 2 G   |
| () NonFrofit<br>(),Limited Liability Company                           | () Amenoment                       | () Mêrger   |
| M Foreign<br>Qualification   | () Dissolution/Withdrawal          | ( ) Mark  |
| () Limited Partnership () Reinstatement () Limited Liability Partnersh | () Annual Report<br>() Reservation | () Other<br>() Change of R.A.<br>() Fictitious Name |
| () Certified Copy  | () Photo Copies                    | () CUS  |
| () Call When Ready  Walk In () Mail Out                                | () Call if Problem<br>() Will Wait | () After 4:30<br>Pick Up                            |
| Name<br>Availability<br>Document<br>Examiner                           | 2/20 FLEASE F                      | RETURN EXTRA COPY(S) FILE STAMPED THANKS            |
| Updater<br>Veriller  | ·BK                                | LAURA EARNEST 🖏                                     |
| Acknowledgment   | 12.)                               |   |

### APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING SOLUTION TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

|    | 9.<br>  |
|----|---|
| 1. | United Parenting Publications, 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 3. 52-2059811  |
|    | (State or country under the law of which it is incorporated) (FEI number, if applicable)  |
| 4. | September 25, 1997  5. Perpetual  (Date of incorporation)  (Duration: Year corp. will cease to exist or "perpetual")  |
|    | (Date of mediporation) (Datation: Fear corp. will dease to exist or perpetual )   |
| 6. | January 1, 2000 (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))   |
|    |   |
| 7. | 15400 Knoll Trail #400, Dallas, Texas 75248   |
|    | (Current mailing address)   |
|    |   |
| 8. | Advertising sales and distribution of free to the public periodicals.  (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:  |
|    | Name: C T Corporation System  |
|    | C/o C T Corporation System, 1200 South Pine Office Address: Island Road   |
|    | Plantation , Florida, 33324 (Zip Code)  |
| 10 | D. Registered agent acceptance:   |
|    | aving been named as registered agent and to accept service of process for the above stated corporation at the place esignated in this application. I hereby accept the appointment as registered agent and agree to act in this capacity. I |
| fu | rther agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties,   |
| al | nd I am familiar with and accept the obligation of my position as registered agent.  C T Corporation System   |
|    | O conformation by security  |
|    | Kornd a Hilley  |

YAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

(FL - 2189 - 11/16/94)

| doli | Attached is a certificate of existence duly authenticated, not more than sery of this application to the Department of State, by the Secretary of Stage custody of corporate records in the jurisdiction under the law of which | ate or other official |
|------|---|-----------------------|
| 12.  | Names and addresses of officers and/or directors:   |                       |
| A.   | DIRECTORS   | 2 000                 |
|      | Chairman: See attached list of directors  | S. Marie              |
|      | Address:  |                       |
|      | Vice Chairman: see attached list of directors   |                       |
|      | Address:  | en en en en en en     |
|      |   | * * * *               |
|      | Director: See attached list of directors  |                       |
|      | Address:  |                       |
|      | Director:   | Δ' . '                |
|      | Address:  | 3                     |
| В.   | OFFICERS  | ·                     |
| ъ.   |   | ·                     |
| •    | President: See attached list of officers  |                       |
|      | Address:  |                       |
|      | Vice President:   |                       |
|      | Address:  |                       |
|      |   | -                     |
|      | Secretary:  |                       |
|      | Address:  | <del></del>           |
|      |   |                       |

| reasurer:   |  |
|---|--|
| Address:  |  |
|   |  |
| NOTE: If necessary, you may attach an addendum to the apand/or directors. | oplication listing additional officers |
| 13. Signature of Chairman, Vice Chairman, or any officer liste            | d in number 12 of the                  |
| application)  |  |
| 14. Karen J. Guest, Secretary   |  |
| (Typed or printed name and capacity of person signing approximation)      | olication)                             |

#### **ADDENDUM**

#### UNITED PARENTING PUBLICATIONS, INC. A DELAWARE CORPORATION

#### **OFFICERS & DIRECTORS** (as of 12/99)

| NAME               | TITLE .           | DIR. | <u>SS#</u>  | RES. ADDRESS  |
|--------------------|-------------------|------|-------------|---|
| Nigel A. Donaldson | Pres. & CEO       | Yes  | 635-10-2973 | 3030 McKinney, #806<br>Dallas, TX 75204                   |
| Jennifer LePage    | CFO/<br>Treasurer | Yes  | 298-54-2076 | 9509 Loma Vista Dr.<br>Dallas, TX 75243                   |
| Richard Davey      |                   | Yes  | 628-24-4819 | 2824 Pinehurst<br>Plano, TX 75075                         |
| Karen J. Guest     | V.P./Secretary    | No   | 522-62-1406 | 5619 Walnut Springs Ct. Dallas, TX 75252                  |
| Richard M. Block   | V.P./Dir of Tax   | No.  |             | 32 Union Sq. East,<br>5 <sup>th</sup> Floor, NY, NY 10003 |

## 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 "UNITED PARENTING PUBLICATIONS,"

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

SIXTEENTH DAY OF DECEMBER, A.D. 1999.

AND I DO HEREBY\_FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE

BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES

Edward J. Freel, Secretary of State

AUTHENTICATION:

0146891

DATE:

12-16-99

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