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May 4, 2001

VIA OVERNIGHT MAIL

State of Florida
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Wallscape Media, LLC – Application for Authority to Transact Business

Dear Sir or Madam:

Enclosed for filing with the State of Florida are the following documents:

1. Application by Foreign Limited Liability Company for Authorization To Transact Business in Florida
2. Designation of Registered Agent
3. Certificate of Good Standing from New Jersey State
4. Company check in the amount of \$130.00 representing \$100 payment for the filing fee application, \$25.00 designation of registered agent fee and \$5.00 for Certificate of Status.

Kindly file the enclosed documents for the above limited liability company upon receipt of same and forward to the undersigned a Certificate of Status upon completion.

Should you have any questions, please call me at (856) 382-2251. Thank you.

Sincerely,

Brian J. Curtis
Corporate Paralegal

Enclosures

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190 SOUTH MAIN ROAD
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216 NORTH AVENUE
CRANFORD, NJ 07016
TELEPHONE: (908) 245-8021
FAX: (908) 245-8031

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Wallscape Media, L.L.C.
(Name of foreign limited liability company)
2. New Jersey
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. February 14, 2000
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Jan 2, 01
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. c/o CorpAmerica, Inc.
416 S.E. 15th Street, Fort Lauderdale, FL 33316 - Broward County
(Street address of principal office)


8. If limited liability company is a manager-managed company, check here ☒
9. The usual business addresses of the managing members or managers are as follows:

67 Summit Avenue, Summit, NJ 07901

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

media communications and services



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Clayton Atkins

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Wallscape Media, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

CorpAmerica, Inc.

(Name)

416 S.E. 15th Street

Florida street address (P.O. Box NOT ACCEPTABLE)

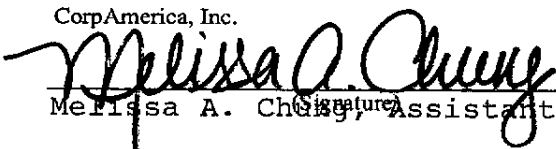
Ft. Lauderdale

FL 33316

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

CorpAmerica, Inc.



Melissa A. Chung, Assistant Secretary

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

WALLSCAPE MEDIA, LLC

*I, the Treasurer of the State of New Jersey,
do hereby certify that the above-named
New Jersey Domestic Limited Liability Company was
registered by this office on February 14, 2000.*

*As of the date of this certificate, said business
continues as an active business in good standing
in the State of New Jersey, and its Annual Reports
are current.*

*I further certify that the registered agent and
registered office are:*

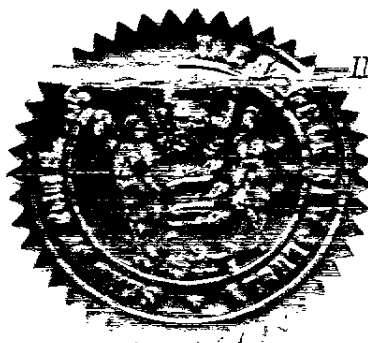
Mark Van Fossan
C/O Amherst Holdings, Inc.
67 Summit Ave.
Summit, NJ 07901

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NEW JERSEY
DEPARTMENT OF TREASURY

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

WALLSCAPE MEDIA, LLC



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
11th day of April, 2001

A handwritten signature in cursive script, reading "Peter R. Lawrance".

Peter R Lawrance
Acting State Treasurer

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TREASURY