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JAMES C. HARDWICK
THOMAS D. GABLE
THOMAS F. GOLDEN
LARRY W. SANDEL
ANDREW M. WOLOV
FRANK M. HAGEDORN
J. PATRICK CREMIN
J. KEVIN HAYES
MICHAEL D. GRAVES
JAMES D. SATROM
RICHARD A. GROENENDYKE, JR.
GRAYDON D. LUTHEY, JR.
DEL L. GUSTAFSON
MARK K. BLONGEWICZ
MICHAEL D. COOKE
KENNETH L. HUNT
B. KENNETH COX, JR.
DONALD L. KAHN
D. KENTON WILLIAMS, JR.
THOMAS P. SCHROEDTER
JAMES I. PROSZEK
JAMES M. REED

THOMAS A. CREEKMORE III
STEPHEN W. RAY
MARGARET A. SWIMMER
MICHAEL T. KEESTER
SUSAN L. GATES
RONALD O. RAY, JR.
RONALD A. WHITE
FRED M. BUXTON
STEVEN A. BROUSSARD
STEVEN W. SOULE
MICHAEL L. NEMEC
JOSEPH D. FINCHER
ANGELYN L. DALE
R. MARK PETRICH
PAMELA H. GOLDBERG
MARK BANNER
ROBERT F. DOUGHERTY
T. LANE WILSON
BETSY G. JACKSON
ROBERT P. FITZ-PATRICK
SARAH JANE MCKINNEY
PAMELA S. ANDERSON

HALLESTILL, TARKENTON & NELSON

320 SOUTH BOSTON AVENUE
SUITE 400
TULSA, OKLAHOMA
74103-3708

TELEPHONE (918) 594-0400
FACSIMILE (918) 594-0505

http://www.hallestill.com

JOHN F. HENNING
MARSHALL J. WELLS
ANTHONY J. JORGENSEN
HEATHER L. CUPP
KYLE D. FREEMAN
MONICA L. MAPLE
W. DEKE CANADA
MICHAEL J. LISSAU
BONNIE N. HEFNER
JANICE L. GADDIS
KIMBERLY R. BIEDLER
KERI G. WILLIAMS
DAVID J. SCHAFFER
JONATHAN D. CARTLEDGE
JOHN J. TREBILCOCK
OKLAHOMA CITY, OKLAHOMA
H.B. WATSON, JR.
ROBERT D. NELSON
J. FRED GIST
MICHAEL E. SMITH
RALPH E. SEALS, JR.

DONNIE W. BARKLEY
SHARON T. THOMAS
DANIEL J. GLOVER
KENT A. GILLILAND
JON A. EPSTEIN
ELAINE R. TURNER
SUSANNA G. VOEGELI
J. TODD WOOLERY

WASHINGTON D.C.
JOHN B. RUDOLPH
JOSEPH R. MEMBRINO*
DONALD R. DINAN*
JOHN J. MEMMOTT*
JAMES B. WILCOX, JR.*
CRAIG A. KOENIGS*
SANDEEP KATHURIA*

NORTHWEST ARKANSAS
CURTIS E. HOGUE*
JAMES L. HARRIS*

*NOT ADMITTED IN OKLAHOMA

OF COUNSEL
JOHN S. ESTILL, JR.
WILLIAM W. PRITCHARD
DAVID L. HILL*
RAYMOND B. KELLY
AUDREY P. RASMUSSEN*
CLIVE A. SEYMOUR
JANE L. ALLINGHAM

OKLAHOMA CITY, OKLAHOMA OFFICE
100 NORTH BROADWAY
BANK ONE CENTER, SUITE 2900
OKLAHOMA CITY, OK 73102-8865
TELEPHONE (405) 553-2823
FACSIMILE (405) 553-2855

WASHINGTON, D.C. OFFICE
1120 20TH STREET, N.W.
SUITE 700, NORTH BUILDING
WASHINGTON, D.C. 20036-3406
TELEPHONE (202) 973-1200
FACSIMILE (202) 973-1212

NORTHWEST ARKANSAS OFFICE
ONE EAST CENTER STREET
SUITE 315
FAYETTEVILLE, AR 72701-5388
TELEPHONE: (479) 973-5200
FACSIMILE: (479) 973-0520

WALTER B. HALL (1923-1986)
FRED S. NELSON (1928-1987)

July 2, 2002

Roni Lee Clark
(918) 594-0487
relark@hallestill.com

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

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-07/03/02--01049--007
****125.00 ****125.00

Re: Perception Marketing LLC

Dear Sir or Madam:

Enclosed please find the following documents:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida (in duplicate);
2. Certificate of Designation of Registered Agent;
3. original New York State Certificate of Existence (Good Standing); and
4. check in the amount of \$125.00 payable to the Florida Department of State.

Please process the enclosed Application and issue a Letter of Acknowledgment confirming that Perception Marketing LLC is authorized to transact business in the State of Florida and return it to this office in the enclosed self-addressed envelope.

If you have any questions, please call.

Very truly yours,
Roni Lee Clark
Roni Lee Clark
Legal Assistant

FILED
02 JUL - PM 12:28
TALLAHASSEE, FL

RLC:vs
Enclosures
cc: Marissa Allen
278812.1:211485:00950

055. 643, 671

W02-19459
7/5
post



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 5, 2002

RONI LEE CLARK
320 SOUTH BOSTON AVE STE. 400
TULSA, OK 74103-3708

SUBJECT: PERCEPTION MARKETING LLC
Ref. Number: W02000019459

We have received your document for PERCEPTION MARKETING LLC and your check(s) totaling \$125.00. However, the document has not been filed and is being retained in this office for the following:

The certificate of existence must be issued within the last 90 days by the Secretary of State which has custody of the records in the jurisdiction under the laws of which the above listed entity is incorporated/organized.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 802A00042202

02 JUL -5 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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

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


1. PERCEPTION MARKETING LLC
(Name of foreign limited liability company)
2. NEW YORK 3. 13-4198485
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. NOV. 13, 2001 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. JUNE 1, 2002
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 19501 EAST COUNTRY CLUB DRIVE, SUITE 502
ADVENTURA, FL 33180
(Street address of principal office)

FILED
 02 JUL -5 PM 12:20
 TALLAHASSEE, FLORIDA
 SECRETARY OF STATE

8. If limited liability company is a manager-managed company, check here
9. The name and usual business addresses of the managing members or managers are as follows:
- | | |
|---------------------------------------|--|
| <u>MARISSA ALLEN - MANAGER/MEMBER</u> | <u>51 EAST 42nd ST., SUITE 310, NY, NY 10017</u> |
| <u>SHERI DAVID - MANAGER/MEMBER</u> | <u>51 EAST 42nd ST., SUITE 310, NY, NY 10017</u> |
| <u>DANA JUSTUS - MEMBER</u> | <u>4880 S. LEWIS, TULSA, OK 74105</u> |

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: SALES OF ON HOLD MARKETING 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.)
DANA JUSTUS

 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:

PERCEPTION MARKETING LLC

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

CT CORPORATION SYSTEMS

(Name)

1200 S. PINE ISLAND ROAD

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

PLANTATION, FL 33324

FL

(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUL -5 PM 12: 28

FILED

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.

(See Attached)

(Signature)

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

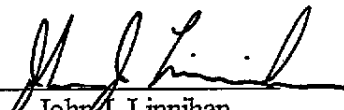
ACCEPTANCE OF APPOINTMENT

RE: **Perception Marketing LLC**

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.0505, Florida Statutes.

Dated: June 24, 2002

C T CORPORATION SYSTEM

By 
John J. Linnihan
Assistant Vice-President

FILED
02 JUL -5 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**State of New York } ss:
Department of State**

I hereby certify, that PERCEPTION MARKETING LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 11/13/2001, and that the Limited Liability Company is subsisting so far as shown by the records of the Department.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 21st day of June
two thousand and two.*

A handwritten signature in black ink, appearing to read "J. Leub", is written over a horizontal line.

Special Deputy Secretary of State