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SECRETARY OF STATE
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CT CORPORATION

January 17, 2006

Department of State, Florida Clifton Building 2611 Executive Center Circle Tallahassee FL 32301 TALLED PH 2:21
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Re:

Order #: 6548034 SO

Customer Reference 1: 907

9071-1

Customer Reference 2:

Dear Department of State, Florida:

Please obtain the following:

OnCampus Advertising, LLC (MA) Registration Florida

OnCampus Advertising, LLC (MA) Assumed Name - Filing - OnCity Advertising Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Connie R Bryan Manager Fulfill Ctr Connie.Bryan@wolterskluwer.com

1203 Governors Square Blvd. Tallahassee, FL 32301-2960 Tel. 850 222 1092 Fax 850 222 7515

COVER LETTER

	stration Section sion of Corporations	
cud incr.	OnCampus Advertising, LLC	
SOBJECT:		Limited Liability Company)
Florida," Ce liability com	d "Application by Foreign Limited rtificate of Existence, and check a spany to transact business in Florid	l Liability Company for Authorization to Transact Business in re submitted to register the above referenced foreign limited la
Please return	n all correspondence concerning th	is matter to the following:
		(Name of Person)
		(Firm/Company)
		(Address)
	(Cit	y/State and Zip Code)
For further in	nformation concerning this matter	, please call:
		at ()
	(Name of Person)	(Area Code & Daytime Telephone Number)
Divis P.O.	LING ADDRESS: sion of Corporations Box 6327 hassee, FL 32314	STREET ADDRESS: Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301
	a check for the following amount: 25.00 Filing Fee \$\square\$	te & \$\Pi\$\$ \$155.00 Filing Fee & \$\Pi\$\$ \$160.00 Filing Fee, Certificate to of Status & Certified Copy of Status & Certified Copy

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 LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: 1 OnCampus Advertising, LLC (Name of Foreign Limited Liability Company) 2. Massachusetts (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) 5. Perpetual 4 February 17, 2004 (Duration: Year limited liability company will cease to (Date of Organization) exist or "perpetual") Upon registration (Date first transacted business in Florida, if prior to registration.) (See sections 608.501 & 608.502 F.S. to determine penalty liability) 7 164 Canal Street, Suite 301 Boston, MA 02114 (Street Address of Principal Office) 8. If limited liability company is a manager-managed company, check here |x| 9. The name and usual business addresses of the managing members or managers are as follows: William S. Dunning, c/o OnCampus Advertising, LLC, 164 Canal St., Suite 301, Boston, MA 02114 David A. Page, c/o OnCampus Advertising, LLC, 164 Canal St., Suite 301, Boston, MA 02114 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: Advertising

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.)

William S. Dunning, Member

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.

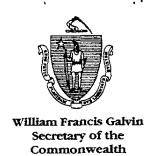
1.	The name of the	he Limited Liability Company is:	
O	nCampus Advertis	ing, LLC	
2.	The name and	the Florida street address of the registered agent and office are:	
		C T Corporation System	
	_	(Name)	-
		1200 South Pine Island Road	
	_	Florida Street Address (P.O. Box NOT ACCEPTABLE)	·-
		Plantation, Florida 33324	
	_	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, Florida Statutes.

Kristen Betzger

Vice Presiden:

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



The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

January 12, 2006

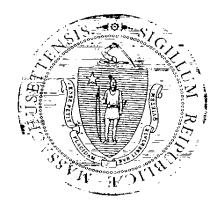
TO WHOM IT MAY CONCERN:

I hereby certify that a certificate of organization of Limited Liability Company was filed in this office by

ONCAMPUS ADVERTISING, LLC

in accordance with the provisions of Massachusetts General Laws Chapter 156C on February 17, 2004.

I further certify that said Limited Liability Company has not filed a certificate of cancellation; and that, so far as appears of record, said Limited Liability Company has legal existence.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

ranin Galein

Secretary of the Commonwealth