

MI4000004829

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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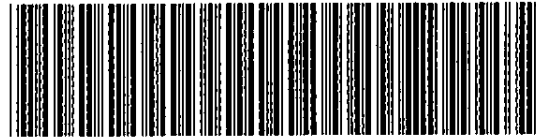
(Business Entity Name)

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JUL 09 2014
D. BRUCE



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 207758 4301772

AUTHORIZATION

COST LIMIT : \$ 125.00

ORDER DATE : July 8, 2014

ORDER TIME : 2:42 PM

ORDER NO. : 207758-005

CUSTOMER NO: 4301772

FOREIGN FILINGS

NAME: MEDIA PLANNING GROUP USA LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62925

EXAMINER: _____

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2014 JUL -8 AM 11:20
FBI - NEW YORK

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MEDIA PLANNING GROUP USA LLC
Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

JORDAN E. RINGEL

Name of Person

C/O PAVIA & HARCOURT LLP

Firm/Company

590 MADISON AVENUE, 8TH FLOOR

Address

NEW YORK, NY 10022

City/State and Zip Code

CORPORATE@PAVIALAW.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JORDAN E. RINGEL

Name of Contact Person

at (212) 980-3500

Area Code

Daytime Telephone Number

MAILING ADDRESS:

Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy

☐ \$160.00 Filing Fee, Certificate
of Status & Certified Copy

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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

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

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A
FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. MEDIA PLANNING GROUP USA LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. NEW YORK 3. 13-3977932
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

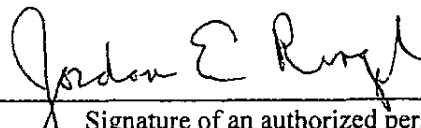
4. _____
(Date first transacted business in Florida, if prior to registration.)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 200 HUDSON STREET
NEW YORK, NY 10013
(Street Address of Principal Office)

6. 200 HUDSON STREET
NEW YORK, NY 10013
(Mailing Address)

7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are
ALFONSO RODES, MANAGER, 200 HUDSON STREET, NEW YORK, NY 10013
LORI HILTZ, MANAGER, 200 HUDSON STREET, NEW YORK, NY 10013

8. 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)



Signature of an authorized person

(In accordance with section 605.0203, F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

JORDAN E. RINGEL

Typed or printed name of signee

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

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), 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:

MEDIA PLANNING GROUP USA LLC

If unavailable, the alternate to be used in the state of Florida is:

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

Corporation Service Company

(Name)

1201 Hays Street

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Tallahassee

FL 32301

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 605, Florida Statutes.

Corporation Service Company

By:

Emily Gray Ass+VP
(Signature)

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

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State of New York
Department of State } ss:

I hereby certify, that SFM MEDIA LLC a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 11/28/1997, and that the Limited Liability Company is existing so far as shown by the records of the Department.

A Certificate of Amendment SFM MEDIA LLC, changing its name to MEDIA PLANNING LLC, was filed 01/12/2001.

A Certificate of Amendment MEDIA PLANNING LLC, changing its name to MEDIA PLANNING GROUP USA LLC, was filed 10/31/2003.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 07th day of July
two thousand and fourteen.*

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

STATE OF NEW YORK
DEPARTMENT OF STATE
ALBANY, NEW YORK

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