

Document Number Only

M99000001851

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City

State

Zip

Phone

400002889384--6

-05/28/99--01036--013

\*\*\*\*285.00 \*\*\*\*285.00

CORPORATION(S) NAME

Directional Ad-Vantage Florida, LLC

FILED STATE  
DIVISION OF CORPORATIONS  
99 MAY 28 PM 11:22

☐ Profit

☐ NonProfit

☒ Limited Liability Company

☒ Foreign

☐ Amendment

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☐ Certified Copy

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Other

☐ Change of R.A.

☐ Fictitious Name

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

5/28/99

5

PLEASE RETURN EXTRA COPY(S)

FILE STAMPED

THANKS

JOEY

BK

RECEIVED  
99 MAY 28 AM 10:41  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 19, 1999

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: DIRECTIONAL AD-VANTAGE FLORIDA, LLC  
Ref. Number: W99000012583

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 23 PM 4:22

*Disregard  
the refund  
letter*

We have received your document for DIRECTIONAL AD-VANTAGE FLORIDA, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we are STILL RETAINING your \$285.00 payment.

It is not sufficient for another entity to consent to the use of this name. In order for this company to use the name DIRECTIONAL AD-VANTAGE FLORIDA, LLC, you would have to provide us with an explanation of how this Delaware corporation is related to the Florida corporation. The two would have to be connected. Some of the officers and directors of the corporation would have to be members of the limited liability company. Is this the case????

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 499A00036981

*DIS Regard  
Refund*      *DIS Regard*

SOVENIA at CT OFFICE in boston called 10/22 regarding this filing. She says that you are to DISREGARD the REFUND REQUEST letter that she's going to send you in the next few days. She will follow up and RESEND the application "in a month or so", and then you can use the \$285.00 for that and issue a \$160.00 refund.



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 28, 1999

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: DIRECTIONAL AD-VANTAGE FLORIDA, LLC  
Ref. Number: W99000012583

Walk In  
Pick Up  
7/19

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 23 PM 4:22

We have received your document for DIRECTIONAL AD-VANTAGE FLORIDA, LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$285.00 payment.,

The name designated in your document is not available. Therefore, the limited liability company must adopt an alternate name for use in the state of Florida. To adopt an alternate name the entity must submit a resolution signed by a managing member or manager adopting the alternate name for use in the state of Florida. The alternate name must end with "L.L.C.," "L.C.," "Limited Liability Company" or "Limited Company."

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) 487-6914.

- Buck Kohr  
Corporate Specialist

Letter Number: 999A00029579

Please send refund application for the  
pending funds.

*Thls*  
*Jff*

RECEIVED  
99 NOV 23 AM 11:49  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

RECEIVED  
99 NOV 23 AM 11:49  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**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. Directional Ad-Vantage Florida, LLC  
(Name of foreign limited liability company)
2. Delaware  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 06-1543191  
(FEI number, if applicable)
4. April 12, 1999  
(Date of Organization)
5. perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. April 12, 1999  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. c/o Rogin Nassau Caplan Lassman & Hirtle LLC  
CityPlace I, 22nd Floor, Hartford, CT 06103  
(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:

Directional Ad-Vantage Holdings, Inc. (Manager)

c/o Rogin Nassau Caplan Lassman & Hirtle LLC, CityPlace I, 22nd Floor, Hartford, CT 06103

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: Creation of New Advertising  
Medium, placing lighted street signs with attached advertising, in cities and towns  
throughout the State of Florida.

Thomas M. Divine  
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.)

Thomas M. Divine, General Partner of DM&K Company, Manager of Directional

Ad-Vantage Holdings, LLC, Manager of Directional Ad-Vantage Florida, LLC  
Typed or printed name of signee

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 23 PM 4:22

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:

Directional Ad-Vantage Florida, LLC

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

C T Corporation System

(Name)

c/o C T Corporation System, 1200 South Pine Island Road

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

Plantation

FL 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, F.S.*

C T Corporation System

(Signature)

**SALVINA ANENTA-GRAY  
SPECIAL 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)**

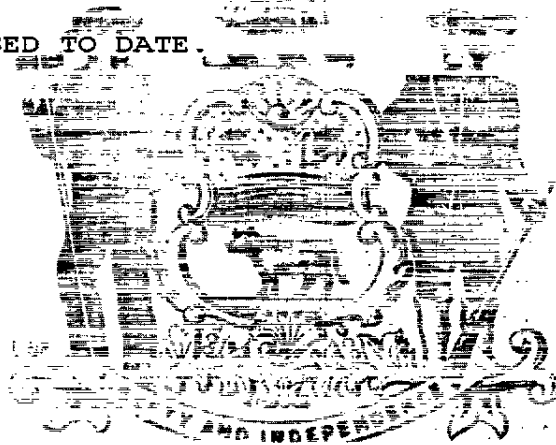
State of Delaware

PAGE 1

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DIRECTIONAL AD-VANTAGE FLORIDA, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF NOVEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Edward J. Freel*  
Edward J. Freel, Secretary of State

3028544 8300

991485128

AUTHENTICATION:

0081066

DATE:

11-15-99

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 23 PM 4:22