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**M99000001BL61**

November 22, 1999

Florida Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Loyalty RealTime, LLC

300003052943--9  
-11/23/99--01046--001  
\*\*\*125.00 \*\*\*125.00

Dear Sir or Madam:

Enclosed please find an Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for the above named LLC. Please have this filed immediately upon receipt, returning a time stamped copy to our office in the enclosed envelope.

Also enclosed is a check in the amount of \$125.00 to cover the filing fees.

Should you have any questions, please do not hesitate to contact our office.

Very truly yours,

*Maria L. Hinkel*

Maria L. Hinkel  
Paralegal

Enclosure

cc: Dina M. Olmstead, Esq.

FILED  
99 NOV 23 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11-24-99

**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. Loyalty RealTime, LLC  
(Name of foreign limited liability company)
2. Ohio 3. 31-1674697  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. October 27, 1999 5. Perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. October 29, 1999  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 108 North Magnolia Avenue, Suite 102, Ocala, FL 34475  
(Street address of principal office)

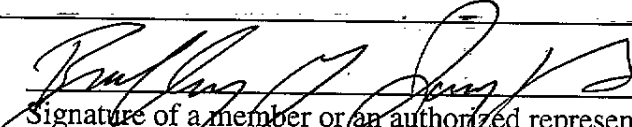
8. If limited liability company is a manager-managed company, check here ☒

9. The usual business addresses of the managing members or managers are as follows:

6101 Meijer Drive, P.O. Box 610, Milford, Ohio 45150

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: Marketing Consulting

  
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.)

Bradley G. Forsythe  
Typed or printed name of signee

FILED  
99 NOV 23 PM 2:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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:

Loyalty RealTime, LLC

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

Corporation Service Company

(Name)

1201 Hayes 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 608, F.S..*



(Signature)

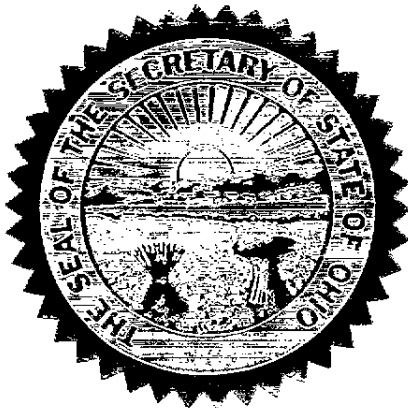
\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

UNITED STATES OF AMERICA,  
STATE OF OHIO,  
OFFICE OF THE SECRETARY OF STATE.



*I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show LOYALTY REALTIME, LLC, an Ohio Limited Liability Company, Registration No. 1110431, registered to transact business in Ohio on October 27, 1999, and said registration is currently in FULL FORCE AND EFFECT upon the records of this office.*



WITNESS my hand and official seal  
at Columbus, Ohio on  
November 3, 1999

*J. Kenneth Blackwell*

J. Kenneth Blackwell  
Secretary of State

FILED  
99 NOV 23 PM 3:36  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE