FILE NOW: FILING FEE AFTER MAY 1 IS $225.00

PROFIT CORPORATION ANNUAL REPORT 1996

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

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DOCUMENT # 837663 (4)

1. Corporation Name

THOMPSON RECRUITMENT ADVERTISING, INC.

Principal Place of Business
C/O J WALTER THOMPSON CO
TAX DEPT. 420 LEXINGTON AVE
NEW YORK NY 10017

Mailing Address
C/O J WALTER THOMPSON CO
TAX DEPT. 420 LEXINGTON AVE
NEW YORK NY 10017

2. Principal Place of Business	2a. Mailing Address
21 6500 Wilshire Blvd.	26 c/o WPP Group USA, Inc.
Suite, Apt. #, etc 22 21st Floor	Suite, Apt. #, etc 27 309 West 49th St., Tax D.
City & State 23 Los Angeles, CA	City & State 28 New York, NY
Zip 24 90048 / Country 25	Zip 29 10019-7399 / Country 30 USA

3. Date Incorporated or Qualified: 01/06/1977
3a. Date of Last Report: 05/01/1995
4. FEI Number: 95-1929627 ☐ Applied For ☐ Not Applicable
5. Certificate of Status Desired ☐ — $8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution ☐ — $5.00 May Be Added to Fees
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes ☒ Yes ☐ No

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 S. PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE ____ DATE ____
Signature, typed or printed name of registered agent and title if applicable. NOTE: Registered Agent signature required when reinstating

12. OFFICERS AND DIRECTORS

TITLE	SVP	☐ DELETE
NAME	TROUP, ELEANOR	
STREET ADDRESS	2296 HENDERSON MILL RD 306	
CITY-ST-ZIP	ATLANTA GA	
TITLE	PCD	☐ DELETE
NAME	MACALISTER, KIM	
STREET ADDRESS	6500 WILSHIRE BLVD	
CITY-ST-ZIP	LOS ANGELES CA	
TITLE	EVD	☐ DELETE
NAME	HANSEN, ALEXANDER E	
STREET ADDRESS	6500 WILSHIRE BLVD	
CITY-ST-ZIP	LOS ANGELES CA	
TITLE	T	☐ DELETE
NAME	NEUMAN, THOMAS O	
STREET ADDRESS	420 LEXINGTON AVE	
CITY-ST-ZIP	NEW YORK NY	
TITLE	VP	☒ DELETE
NAME	EVANS, DAVID	
STREET ADDRESS	6500 WILSHIRE BLVD	
CITY-ST-ZIP	LOS ANGELES CA	
TITLE	AS	☐ DELETE
NAME	FITZPATRICK, NANCY	
STREET ADDRESS	466 LEXINGTON AVE	
CITY-ST-ZIP	NEW YORK NY	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE		☐ Change ☐ Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE		☐ Change ☐ Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE		☐ Change ☐ Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE		☐ Change ☐ Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE	V.P.	☐ Change ☒ Addition
5.2 NAME	Press, Jeff	
5.3 STREET ADDRESS	6500 Wilshire Blvd.	
5.4 CITY-ST-ZIP	Los Angeles, CA	
6.1 TITLE		☐ Change ☐ Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-ST-ZIP		

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Thomas O. Neuman — Thomas O. Neuman, Treas. 4/30/96 212-632-2200
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #

CR2E034 (12/95)

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Officers
of
JWT Specialized Communications, Inc.
(formerly Thompson Recruitment Advertising, Inc.) *

Title	Name	Business Address	Residence Address
Pres/. CEO/ Dir.	Kim MacAlister	6500 Wilshire Blvd. Los Angeles, CA 90048	22 Cool Water Road Bell Canyon, CA 91307
Exec.V.P./ Nat'l Oper./ Dir. & Secy.	Alexander E.Hansen	6500 Wilshire Blvd. Los Angeles, CA 90048	3463 Vosberg Pasadena, CA 91107-1245
Senior V.P.	Eleanor Troup	2296 Henderson, Mill Rd. # 306, Atlanta, GA 30345	4573 Fitzpatrick Way Norcroff, GA 30092
Vice Pres./ Finance	Jeff Press	6500 Wilshire Blvd. Los Angeles, CA 90048	
Vice Pres.	Patricia Read	6500 Wilshire Blvd. Los Angeles, CA 90048	2028 East Earll Dr. Phoenix AZ 85016
Treasurer	Thomas O. Neuman	c/o WPP Group USA, Inc. 309 West 49th Street	69 Aspinwall Road Briarcliff Manor NY 10510
Asst. Secy.	Nancy Fitzpatick	466 Lexington Avenue New York, NY 10017	5 Tudor Place New York, NY 10023

*** Effective 2/6/96, Name Changed.**

EM:em
OFTRAI.CH

4/30/96

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State of California

SECRETARY OF STATE

CORPORATION DIVISION

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

FEB 6 1996

Bill Jones

Secretary of State

4-1

A471570

ENDORSED
FILED
In the office of the Secretary of State
of the State of California

FEB 2 1996

Bill Jones
BILL JONES, Secretary of State

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
THOMPSON RECRUITMENT ADVERTISING, INC.

Kim Macalister and Alexander E. Hansen certify that:

1. They are the president and the secretary, respectively, of Thompson Recruitment Advertising, Inc., a California Corporation.

2. Article I of the articles of incorporation of this corporation is amended to read as follows:

   " I : The name of the corporation is

   JWT SPECIALIZED COMMUNICATIONS, INC."

3. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.

4. The foregoing amendment of articles of incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 110,100. The number of shares voting in favor of the amendment exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: 1/30/96

Kim Macalister

Kim Macalister, President

Alexander E. Hansen, Secretary

#31162/1412/9999

TOTAL P.04