

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

FILED
Apr 30 1997 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
DOCUMENT # 1. Corporation Name Leo Burnett Worldwide, Inc.			
Principal Place of Business 35 West Wacker Drive Chicago, IL 60601		Mailing Address 35 West Wacker Drive Chicago, IL 60601	
2. Principal Place of Business		2a. Mailing Address	
21. Suite, Apt. #, etc.	26. Suite, Apt. #, etc.	4. FEI Number 36-2677628	
22. City & State	27. City & State	5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
23. Zip	28. Zip	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/> \$5.00 May Be Added to Fees	
24. Country	29. Country	6. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No	
9. Name and Address of Current Registered Agent		10. Name and Address of New Registered Agent	
CT Corporation System 1200 South Pine Island Road Plantation, FL 33324		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, am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.			
SIGNATURE: _____ (NOTE: Registered Agent signature required when reinstating) DATE: _____			
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP		1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP	
2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP		2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY-ST-ZIP	
3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP		3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY-ST-ZIP	
4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP		4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY-ST-ZIP	
5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP		5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY-ST-ZIP	
6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP		6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY-ST-ZIP	
14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), 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, unchanged, or on an attachment with an address.		500002163615 -05/02/97--01061--035 ***165.00	
SIGNATURE: X Michael C. Gorman		April 25, 1997 312-220-5959	
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Michael C. Gorman, Senior Vice President, Assistant Secretary		Date Daytime Phone #	

CR2E034 (9/96)

LEO BURNETT WORLDWIDE, INC.
1997 FLORIDA ANNUAL REPORT

<u>Name</u>	<u>Office Held</u>	<u>Residential Address</u>
Cheryl R. Berman	Director Executive Vice President Deputy Chief Creative Officer	666 Fourth Street Wilmette, IL 60091
Mary O. Bishop	Director	634 Foster Evanston, IL 60201
Michael E. Breslin	Director Vice Chairman Human Resources and Law Worldwide General Counsel Secretary	1360 North Lake Shore Drive Chicago, IL 60610
Jane M. Cahill	Vice President	1825 North Lincoln Plaza Chicago, IL 60614
Michael Conrad	Director Vice Chairman Chief Creative Officer	1140 Lake Shore Boulevard Evanston, IL 60202
Reiner Erfert	Director	Geierfeld 16 D-65812 Bad Soden- Altenhain Germany
Jeff Fergus	Director	House 9, Lower Duplex, Royal Cliff Repulse Bay Road, Hong Kong
Richard B. Fizdale	Director Chairman of the Board Chief Executive Officer	1862 North Burling Chicago, IL 60614
Michael C. Gorman	Senior Vice President Assistant Secretary	195 Maplewood Road Riverside, IL 60546
Roger A. Haupt	Director Vice Chairman Chief Administrative Officer	3286 R.F.D. Long Grove, IL 60047

<u>Name</u>	<u>Office Held</u>	<u>Residential Address</u>
Charles McQueen	Director	2003 Chestnut Avenue Wilmette, IL 60091
Thomas A. Nossem	Senior Vice President	9229 South Ridgeway Evergreen Park, IL 60642
James G. Oates	Director President	2404 Harrison Evanston, IL 60201
Alan G. Roehl	Director	14448 Ashley Court Orland Park, IL 60462
Kerry M. Rubie	Director Vice Chairman, Client Relations	12A Albert Court Prince Consort Road London SW7, England
Ella D. Strubel	Executive Vice President	55 West Goethe Chicago, IL 60610
James E. Thompson	Director	1124 Sheridan Road Evanston, IL 60202
Gregory J. Vichick	Senior Vice President	34 South Sixth Avenue La Grange, IL 60525
Peter K. Volz	Director	114 South Brighton Place Arlington Heights, IL 60004
William C. Weirath	Vice President Treasurer	2000 Brentwood Lane Wheaton, IL 60187
Albert C.M. Winninghoff	Director Vice Chairman Chief Operating Officer	Herenweg 69 3625 AC Breukeleveen The Netherlands
Linda S. Wolf	Director	516 West Maple Hinsdale, IL 60521
Giacomo Zandomenego	Senior Vice President	1000 E. Island Boulevard Miami, FL 33160