

F00000003104



ACCOUNT NO. : 072100000032

REFERENCE : 708212 4330643

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 35.00

FILED
2002 JAN 22 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : January 15, 2002

ORDER TIME : 8:59 AM

ORDER NO. : 708212-380

CUSTOMER NO: 4330643

CUSTOMER: Mr. Skip McGovern
Omnicom Group, Inc.
437 Madison Avenue
9th Floor
New York, NY 10022

RECEIVED
02 JAN 22 AM 9:49
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
SECRETARY OF STATE

CHANGE OF AGENT

NAME: THE AD TEAM OF FLORIDA INC.

800004787858--4

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Ellyn Herndon

C. Coulliette JAN 22 2002

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes,
the undersigned corporation organized under the laws of the State of Delaware
submits the following statement in order to change its registered office or registered agent, or both, in
the State of Florida.

1. The name of the corporation is: THE AD TEAM OF FLORIDA INC.

2. The mailing address of the corporation is: 2220 WEST COMMERCIAL BLVD., SUITE 300
FORT LAUDERDALE FL 33309

3. Date of incorporation/qualification: June 1, 2000 Document number: F00000003104

4. The name and address of the current registered agent and office:

United Corporate Services, Inc.
9200 South Dadeland Boulevard, Suite 508
Miami, FL 33156

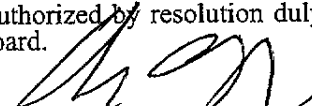
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

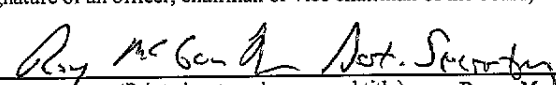
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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


(Signature of an officer, chairman or vice chairman of the board)

12-31-01
(Date)


(Printed or typed name and title)

Ray McGovern, Asst. Secretary

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

By:


(Signature of Registered Agent)

1-18-02
(Date)

If signing on behalf of an entity:

Carol K. Dolor Assistant Vice President

(Typed or Printed Name)

(Capacity)

*** FILING FEE: \$35.00 ***