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ACCOUNT NO. : 072100000032
REFERENCE : 846915 4349124
AUTHORIZATION :
COST LIMIT : \$ 35.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT -2 PM 4: 03

FILED

ORDER DATE : September 28, 2000
ORDER TIME : 10:42 AM
ORDER NO. : 846915-010
CUSTOMER NO: 4349124

CUSTOMER: Megan Hutchinson, Paralegal
The Interpublic Group Of
1271 Avenue Of The Americas
New York, NY 10020

900003410989-1-3

FOREIGN FILINGS

NAME: THE JACK MORTON COMPANY

XX PROFIT
XXXX AMENDMENT

XX CORPORATE

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
XX PLAIN STAMPED COPY

CONTACT PERSON: Tamara Odom

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 OCT -2 PM 12: 17

RECEIVED

N.C.

COULLETTE OCT U 3 2000

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "THE JACK MORTON COMPANY", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "JACK MORTON WORLDWIDE INC.", THE TWENTY-EIGHTH DAY OF JULY, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0706067

DATE: 09-28-00