F0000006049

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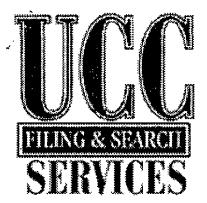


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UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, Florida 32301 (850) 681-6528

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July 2, 2004

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Mindshare USA, Inc.

17 midshare Cort, me.			
Filing Evidence		Type of Document	
□ Plain/Confirmation	n Copy	□ Certificate of Status	
□ Certified Copy		☐ Certificate of Good Standing	
		□ Articles Only	
Retrieval Reque	<u>st</u>	 □ All Charter Documents to Include Articles & Amendments □ Fictitious Name Certificate 	
□ Certified Copy		□ Other	
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NEW FILINGS		AMENDMENTS	
Profit	X		
Non Profit		Resignation of RA Officer/Director	
Limited Liability		Change of Registered Agent	
Domestication		Dissolution/Withdrawal	
Other		Merger	
OTHER FILINGS		REGISTRATION/QUALIFICATION	
Annual Reports		Foreign	
Fictitious Name		Limited Liability	
Name Reservation		Reinstatement	
Reinstatement		Trademark	
		Other	

PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA (Pursuant to s. 607.1504, F.S.) SECTION I (1-3 MUST BE COMPLETED) F00000006049 (Document number of corporation (if known) 1. Mindshare USA, Inc (Name of corporation as it appears on the records of the Department of State) Delaware (Incorporated under laws of) (Date authorized to do business in Florida) SECTION II (4-7 COMPLETE ONLY THE APPLICABLE CHANGES) 4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? December 31, 2003 Group M Worldwide, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation) 6. If the amendment changes the period of duration, indicate new period of duration. (New duration) 7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction. (New jurisdiction) June 🔊 2004 (Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary) (Date)

> Secretary (Title of person signing)

Kevin Farewell

(Typed or printed name of person signing)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "MINDSHARE USA, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "GROUP M WORLDWIDE, INC.", THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003, AT 10:18 O'CLOCK A.M.



Tarriet Smith Windson, Secretary of State

AUTHENTICATION: 3205909

DATE: 06-30-04

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