

FO1000006159

CORPORATION SYSTEM

CORPORATION(S) NAME

Ipsos-Reid Corporation

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FILED
01 NOV 30 PM 4:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-11/30/01-01036--024
*****78.75 *****78.75

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- | | | |
|---|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign <i>real</i> | <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of RA |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> UCC |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____ 11/30/01 Order#: 4946156
 Availability _____
 Document _____
 Examiner _____ Ref#: _____
 Updater _____
 Verifier _____
 W.P. Verifier _____ Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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01 NOV 30 PM 2:58
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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01 NOV 30 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: Ipsos-Reid Corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Steven Ducommun, Esq.
(Name of Person)
Bell, Boyd & Lloyd LLC
(Firm/Company)
Three First National Plaza, 70 West Madison Street, Suite 3300
(Address)
Chicago, Illinois 60602
(City/State and Zip code)

For further information concerning this matter, please call:

Steven Ducommun at (312) 807-4336
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

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TALLAHASSEE, FLORIDA

1. Ipsos-Reid Corporation
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Province of Manitoba, Canada 3. 98-0355403
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 1, 1989 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1100-1199 West Hastings Street, Vancouver, British Columbia V6E3T5
(Principal office address)
1100-1199 West Hastings Street, Vancouver, British Columbia V6E3T5
(Current mailing address)

8. To engage in any lawful act or activity for which corporations may be organized under the laws of Province of Manitoba, Canada and qualified under the laws of the state of Florida
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.


(Registered agent's signature)

Francis P. Regan
Assistant Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See Attachment

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attachment

Address: _____

Vice President: _____

Address: _____

Secretary: _____

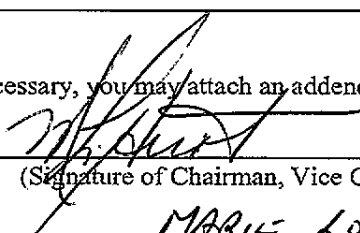
Address: _____

Treasurer: _____

Address: _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. MARIE LOUISE HUOT Director/Vice President
(Typed or printed name and capacity of person signing application)

Ipsos-Reid Corporation
Attachment to Application by Foreign Corporation for
Authorization to Transact Business in Florida

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TALLAHASSEE, FLORIDA

Item 12 Officers and Directors:

President and Director:

Gary Bennewies
160 Bloor Street East Suite 610
Toronto, ON M4W 1B9

Chief Executive Officer and Director:

Angus Reid
1100-1199 West Hastings Street
Vancouver, BC V6E 3T5

Vice President and Director:

Marie Louise Huot
1100-1199 West Hastings Street
Vancouver, BC V6E 3T5

Chief Operating Officer and Director:

Elizabeth Poyzer
1100-1199 West Hastings Street
Vancouver, BC V6E 3T5

Director:

Jim Fletcher
4429 Pine Crescent
Vancouver, BC V61 4K9



Manitoba

**Certificate of Status/
Certificat de Status**

FILED
01 NOV 30 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This is to certify that / *Nous certifions par les présentes que*

IPSOS-REID CORPORATION

Manitoba Corporation No. / *Corporation manitobaine no*

2479452

~~incorporated~~ / *amalgamated* / ~~constituée~~ / *fusionnée*

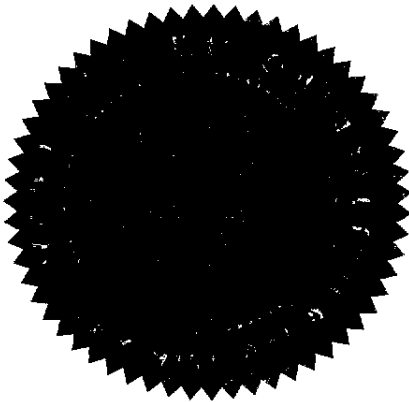
01 SEPT./SEPT. 1989

current jurisdiction / *autorité législative courante*

MANITOBA

is registered under The Corporations Act.
According to the information contained on our
records, as of this date, the body corporate is
still in existence.

*est enregistrée sous le régime de la Loi sur les
corporations. D'après les renseignements que
nous avons, cette personne morale existe
toujours aujourd'hui.*



Dated: / *Fait le*

This / *Ce*19TH.....day / *jour*

of / *d*.....NOV./NOV..... 20..01.....

Director / *Le directeur*
The Corporations Act /
Loi sur les corporations