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CORPORATION(S) NAME

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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 addresses of officers and/or directors:

A. DIRECTORS PLEASE SEE ATTACHED

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

Address: _____

Vice President: _____

Address: _____

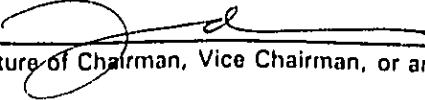
Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. William J. Marlow, Assistant Secretary
(Typed or printed name and capacity of person signing application)

BOZELL WORLDWIDE, INC.
(a Delaware Corporation)

A. Names and addresses of officers and directors:

<u>Name</u>	<u>Address</u>	<u>Title</u>
Charles D. Peebler, Jr.	166 East 64th Street New York, NY 10021	President, Director
David Bell	47 East 88th Street, #4C New York, NY 10128	Chairman of the Board of Directors
Alan P. Levenstein	1185 Park Avenue, #4F New York, NY 10128	Vice Chairman of the Board of Directors
Jay Schulberg	92 Evergreen Avenue East Moriches, NY 11940	Vice Chairman of the Board and Creative Director
Valentine J. Zammit	510 Manhasset Woods Road Manhasset, NY 11030	Executive Vice President and Chief Financial Officer, Director
Thomas H. Hayden	1115 Chestnut Avenue Wilmette, IL 60091	Executive Vice President, Director
Mel E. Newhoff	16946 Encino Hills Drive Encino, CA 91436	Executive Vice President, Director
Timothy J. Sickinger	6054 Country Club Oaks R.R. #46 Omaha, NE 68152	Executive Vice President, Director
Jerry D. Stahl	338 Parkway Court Minneapolis, MN 55419	Executive Vice President, Director
Joanne Conforti	440 East 62nd Street New York, NY 10021	Executive Vice President, Director
Jimmy Sprowls	c/o Bozell, S.A. de C.V. Pasco de la Reforma 106 Lomas de Chapultepec 11000, Mexico D.F	Director
Michael Palmer	c/o Bozell Palmer Bonner 1867 Yonge, 10th Floor Toronto, Ontario M4 5Y5 Canada	Director

<u>Name</u>	<u>Address</u>	<u>Title</u>
Brian Tucker	The Old Beer House Chapel Lane Great Rollright OXON, OX 75RR, U.K.	Director
Murray Smith	Apt. 5-C 1225 Park Avenue New York, NY 10128	Director
Andrew W. Allen	40 West 23rd Street New York, NY 10010	Director
Eugene F. Bartley, Jr.	6 Oakledge Road Bronxville, NY 10708	Director
James F. Boland	7 Navajo Court Montville, NJ 07045	Director
Robert K. Gaynor	2025 Touraine Rochester, MI 48306	Director
Michael Vogel	1000 Town Center Suite 1500 Southfield, MI 48075	Director
Kenneth E. Gard	3315 South 98th Street Omaha, NE 68124	Executive Vice President, Secretary and Treasurer
Joseph Engelbert	616 South 124th Street Omaha, NE 68154	Executive Vice President and Comptroller
Marianne D. Coleman	2945 Burns Detroit, MI 48214	Executive Vice President
Sidney Marshall	11770-M Pacific Coast Highway Malibu, CA 90265	Executive Vice President
Scott Alan Montgomery	133 Starcrest Irvine, CA 92715	Executive Vice President
Kenneth Ken Sakoda	12823 Cantrecc Street Cerritos, CA 90701	Executive Vice President
Philip Joseph Salvati	2 Aristotle Irvine, CA 92715	Executive Vice President
Kenneth V. Darish	7341 Summit Ridge Brighton, MI 48116	Senior Vice President
Steven C. M gel	661 Wainsford Drive Hoffman Estates, IL 60194	Senior Vice President

<u>Name</u>	<u>Address</u>	<u>Title</u>
William T. Nicholson	217 East 17th Street New York, New York 10003	Senior Vice President
Daniel J. O'Connell	4333 Lawn Avenue Western Springs, IL 60558	Senior Vice President
Michele S. Sholl	1627 Xenia Avenue North Golden Valley, MN 55422	Senior Vice President
Michael L. Schultz	903 South 164th Street Omaha, NE 68118	Senior Vice President
Daniel M. Stricevic	506 West Oakdale Chicago, IL 60657	Senior Vice President
Bradley R. Johansen	1423 South 167th Avenue Omaha, NE 68130	Vice President
Mora Allen Nyberg	3924 N. Janssen Chicago, IL 60613	Vice President
Michael J. Shudak	4470 Jasmine Avenue Culver City, CA 90232	Vice President
Mark Allan Vavra	P.O. Box 43 Cedar Creek, NE 68016	Vice President
William J. Marlow	20 East 68th Street New York, NY 10021	Assistant Secretary
Ray Simon	1736 South 91st Avenue Omaha, Nebraska 68124	Assistant Secretary

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BOZELL WORLDWIDE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SEVENTH DAY OF OCTOBER, A.D. 1995.

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

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



Edward J. Freel

Edward J. Freel, Secretary of State

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REGENERATION

DATE

7690897

10-27-95