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CR2E031 (1-89)

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:

1.	HILL, HOLLIDAY, CONNORS, COSMOPULOS, INC. (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" o words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of natural person or partnership if not so contained in the name at present.)	r 'n			
2.	MASSACHUSETTS 3. 04-2437626 (State or country under the law of which it is incorporated) (FEI number, if applicable)				
4.	MAY 8, 1968 (Date of Incorporation) 5. PERPETUAL (Duration: Year worp, will cease to exist "perpetual")	or			
6.	JUNE 1, 1996 (Date first transacted business in Florida, (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.) 200 CLARENDON STREET				
7.	BOSTON, MA 02116 (Current mailing address)	FILE SON OF CO			
8.	ADVERTISING AGENCY 8. (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Flori				
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)					
	Name: C T Corporation System				
	Office Address: 1200 South Pine Island Road				
16	Plantation , Florida , 33324 (Zip Code)	_			
Ha cor	Registered agent's acceptance: aving been named as registered agent and to accept service of process for the aborporation at the place designated in this application, I hereby accept the appoing gistered agent and agree to act in this capacity. I further agree to comply with the proving	tment as			

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.

and accept the obligations of my position as registered agent.

all statutes relative to the proper and complete performance of my duties, and I am familiar with

(Registered agent's signature)

(Typed or printed name and capacity of person signing application)

Stuart M. Cable, Secretary



The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02188

May 30, 1996

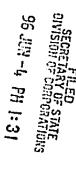
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office

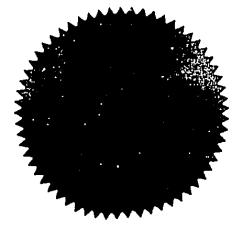
Hill, Holliday, Connors, Cosmopulos, Inc.

is a domestic corporation organized on **May 8, 1968**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporations dissolutions; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



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In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

Secretary of the Commonwealth

*This is not a tax clearance. Certificates certifying that all taxes due and payable by the corporation have been paid or provided for are issued by the Department of Revenue.

** MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.