

FILE NOW: FILING FEE AFTER MAY 1 IS \$550.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PROFIT CORPORATION ANNUAL REPORT 1997		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS	
<b>DOCUMENT #</b> <i>F96000005323</i>			
1. Corporation Name Nielsen Media Research, Inc.			
Principal Place of Business 299 Park Avenue New York, NY 10171		Mailing Address C/O Cognizant Corporation 200 Nyala Farms Road Westport, CT 06880 <i>ATTN: MARYANNE PIREK</i>	
2. Principal Place of Business 21		2a. Mailing Address 26	
Suite, Apt. #, etc. 22		Suite, Apt. #, etc. 27	
City & State 23		City & State 28	
Zip 24	Country 25	Zip 29	Country 30
3. Date Incorporated or Qualified 10/14/96		3a. Date of Last Report N/A	
4. FEI Number 06-1463993		Applied For Not Applicable	
5. Certificate of Status Desired <input type="checkbox"/>		\$6.75 Additional Fee Required	
6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>		\$5.00 May Be Added to Fees	
8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes <input type="checkbox"/> Yes <input type="checkbox"/> No			
9. Name and Address of Current Registered Agent CT Corporation System 1200 South Pine Island Road Plantation, FL 33324		10. Name and Address of New Registered Agent 81 Name 82 Street Address (P.O. Box Number is Not Acceptable) 83 84 City FL 85 Zip Code	
11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.			
SIGNATURE _____ Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE			
12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE NAME STREET ADDRESS CITY - ST - ZIP	President John A. Dimling 299 Park Avenue New York NY 10171 <input type="checkbox"/> DELETE	1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition 300002331883--2 -10/28/97--01088--006 ****165.00 ****165.00
TITLE NAME STREET ADDRESS CITY - ST - ZIP	Secretary Kenneth S. Siegel 200 Nyala Farms Road Westport, CT 06880 <input type="checkbox"/> DELETE	2.1 TITLE 2.2 NAME 2.3 STREET ADDRESS 2.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	Treasurer Leslye G. Katz 200 Nyala Farms Road Westport, CT 06880 <input type="checkbox"/> DELETE	3.1 TITLE 3.2 NAME 3.3 STREET ADDRESS 3.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	Assistant Secretary Jared T. Finkelstein 200 Nyala Farms Road Westport, CT 06880 <input type="checkbox"/> DELETE	4.1 TITLE 4.2 NAME 4.3 STREET ADDRESS 4.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	Assistant Treasurer Michael T. Boland 200 Nyala Farms Road Westport, CT 06880 <input type="checkbox"/> DELETE	5.1 TITLE 5.2 NAME 5.3 STREET ADDRESS 5.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY - ST - ZIP	V.P. & Assistant Secretary David Schwartz-Leeper 299 Park Avenue New York NY 10171 <input type="checkbox"/> DELETE	6.1 TITLE 6.2 NAME 6.3 STREET ADDRESS 6.4 CITY - ST - ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition <i>4-10-24-97</i>
14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.			
SIGNATURE: Michael T. Boland - Assistant Treasurer <i>m. boland</i> 10/23-222-4587			
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR		Date Daytime Phone #	

CR2E034 (9/95)

# Cognizant Corporation

Maryanne Piorek  
Associate Manager - Tax Compliance  
Corporate Tax Department

200 Nyala Farms Rd. Westport, CT 06880  
203-222-4587  
Fax: 203-222-4552

October 21, 1997

Division of Corporations  
Annual Reports Section  
409 East Gaines Street  
Tallahassee, FL 32399

Attention: Shawn Logan

**RE: NIELSEN MEDIA RESEARCH, INC.**  
**F.E.I.N. 06-1463993**  
**1997 Florida Annual Report**

Dear Mr. Logan:

I spoke with your department on the telephone Tuesday, October 21, 1997 regarding the status of the above mentioned company. I was informed that Nielsen Media Research, Inc. was revoked from the State of Florida since they did not file their 1997 annual report on a timely basis. However, we explained to you that we have no record of ever receiving an annual report from your department. You instructed us to file a blank annual report on behalf of this company as soon as possible. We have enclosed a completed 1997 Florida Annual Report along with a check in the amount of \$165.00 to cover the filing fee due. In order to avoid any future problems, please send next year's annual report to the following address:

Nielsen Media Research, Inc.  
C/O Cognizant Corpoartion  
200 Nyala Farms Road  
Westport, CT 06880  
Attention : Maryanne Piorek (Tax Department)

Kindly acknowledge receipt of the enclosed by stamping the duplicate of this letter and return it in the stamped self-addressed envelope enclosed for your convenience.

Very truly yours,

*Maryanne Piorek*

Maryanne Piorek  
Associate Manager - Tax Compliance