

F980000000482

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

600002719286--7
-12/22/98--01070--011
*****35.00 *****35.00

600002719286--7
-12/22/98--01070--012
*****8.75 *****8.75

CORPORATION(S) NAME

Foote, Cone & Belding, Inc.

<input type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input checked="" type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input checked="" 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 _____
Availability _____
Document _____
Examiner Dee
Updater 12/23
Verifier _____
Acknowledgement _____
W.P. Verifier _____

12/22/98

FILED
98 DEC 22 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 DEC 22 PM 12:49
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Foote, Cone & Belding, Inc.

(Name of Corporation)

Delaware

(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

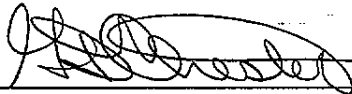
c/o True North Communications, 101 E. Erie Street

(Mailing Address)

Chicago, IL 60611 Attn: General Counsel

(City/State/Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.



Vice President

Signature

Title

Gary D. Chester

Typed or printed name

December 8, 1998

Date

98 DEC 22 PM 1:05
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE