

M97000000114

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

CM

Leo Burnett Field Marketing Services, LLC

☐ Profit

☐ NonProfit

☒ Limited Liability Co.

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

☐ Call if Problem

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☐ UCC Filing

☐ Other

☐ Change of R.A.

☐ Fic. Name

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DIVISION OF CORPORATION

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT
BUSINESS IN THE STATE OF FLORIDA:

1. Leo Burnett Field Marketing Services, LLC
(Name of foreign limited liability company must end with the words "limited company" or their
abbreviation "L.C." if not so contained in the name at present.)
2. Delaware 3. 36-4134877
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. February 5, 1997 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist
or "perpetual")
6. February 17, 1997
(Date first transacted business in Florida.)
7. 35 West Wacker Drive
Chicago, IL 60601
(Street address of principal office)
8. C T CORPORATION SYSTEM
(Name of the registered agent of foreign limited liability company)
9. c/o C T CORPORATION SYSTEM, 1200 South Pine Island Road,
Plantation, Florida 33324
(Florida registered office address)
10. Name(s), title, and business address(es) of managing member(s) [MGRM] or manager(s) [MGR] who
will manage the foreign limited liability company in Florida: (attach additional page if necessary)
- | | |
|----------------------------------|---------|
| <u>Leo Burnett Company, Inc.</u> | <u></u> |
| <u>35 West Wacker Drive</u> | <u></u> |
| <u>Chicago, IL 60601</u> | <u></u> |
| <u></u> | <u></u> |
| <u>MGRM</u> | <u></u> |

February 28, 1997

(Date)

X Michael C. Gorman

(Signature of a Member or Authorized Representative of a member)

Michael C. Gorman

SVP of the Manager Member

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated foreign limited liability company at the place designated in this certificate pursuant to the provisions of section 608.507, Florida Statutes, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CT Corporation System

By: Francis P. Regan

(Signature)

February 5, 1997

(Date)

Francis P. Regan

(Type Name of Officer)

Assitant Secretary

(Title of Officer)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS
OF FOREIGN LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Leo Burnett
Field Marketing Services, LLC deposes and says:

- 1) the above named limited liability company has at least two members
Not applicable: LLC has a single member
- 2) the total amount of cash contributed by the member(s) is \$ 0 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 0 . This cash total includes amounts from 2 and 3 above.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 0 . This total includes amounts from 2 and 3 above.

X Michael C. Gorman

Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Michael C. Gorman, SVP of the Manager Member

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Leo Burnett Field Marketing Services, LLC

2. The name and address of the registered agent and office is:

CT CORPORATION SYSTEM

(Name)

c/o CT CORPORATION, 1200 South Pine Island Road,

(P.O. Box not acceptable)

Plantation, Florida 33324

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CT CORPORATION SYSTEM



(Signature)

Assistant Secretary

(Title)

Fran P. Ryan

February 5, 1997

(Date)

FILING FEE: \$35 for Designation of Registered Agent

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97 MAR -6 PM 1:07
TALLAHASSEE, FLORIDA

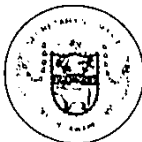
State of Delaware
Office of the Secretary of State

PAGE 1

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DELAWARE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LEO BURNETT FIELD MARKETING SERVICES, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF FEBRUARY, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel, Secretary of State

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AUTHENTICATION:

8317740

DATE:

02-05-97