File on or before May 1, 1998 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1998

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

SECRETARY OF STATE DIVISION OF CORPORATIONS

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ANNUAL REPORT Secretary of State			TON GONFORATIONS	
1998	DIVISION OF C	CORPORATIONS	98 ///	R 25 PM 2: 35
FILING FEE Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee \$188.75 Make Check Payable To: FLORIDA DEPARTMENT OF STATE				
1. Name and Mailing Address of Limited Liability Company DOCUMENT # M9700000114				
LEO BURNETT FIELD 35 WEST WACKER DRI CHICAGO IL 60601	VICES, LLC	1a. Principal Place of Business Address 35 WEST WACKER DRIVE CHICAGO IL 60601		
2. Principal Place of Business	2a. Mailing Address		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.	Suite, Apt. #, etc.		03/06/1997 4. FEI Number	DE
City & State	City & State			Applied For
			36-4134877 5. Date of Last Report	Not Applicable 6. Certificate of Status Desired
Zip Country	Zip	ountry	First Report	S8 /5 Additional Fee Required
7. Name and Address of Current	t Registered Agent	8.	Name and Address of New Regis	tered Agent/Office
CT CORPORATION SYSTEM 1200 SOUTH PINE ISLAND ROAD PLANTATION FL 33324 Sulte			ss (P.O. Box Number is Not Acceptable)	
	City	Zip Code		
<u>FL</u>				<u>'</u>
9. Pursuant to the provisions of Sections 608.416 and 608.508. Florida Statutes, the above-named limited liability company 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 affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.				
SIGNATURE(Registered Agent Accepting	DATE			
10. Title Managing Members/Manager	usiness Street Address	ddress City, State and Zip Code		
MGRM LEO BURNETT COMPA	ANY, I 35 WEST	WACKER DRI	VE CHICAG	O IL
1			-04/01	1998
			dea	

11. Ido 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 is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.

SIGNATURE:

NATY BUDGE MAKYEVOO SIGNATUHLAD TYPED OR PRING DINAME OF SIGNING MANAGING MEMBER OR M 3/12/98 3/2-220 613