

10-17-2001



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Bozell Worldwide, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State - Delaware Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: December 31, 1999

2. Name and address of receiving party(ies)

FCB Worldwide, Inc.

Name: Internal Address: c/o True North Communications, Inc. Street Address: 101 East Erie Street City: Chicago State: IL Zip: 60611

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 75-507,191

B. Trademark Registration No.(s) See attached schedule.

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: James R. Guerette, Esq.

Internal Address:

Street Address: Loeb & Loeb LLP

345 Park Avenue, 18th Floor

City: New York State: NY Zip: 10154

6. Total number of applications and registrations involved: 9

7. Total fee (37 CFR 3.41): \$ 240.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

James R. Guerette Name of Person Signing

James R. Guerette Signature

10/4/01 Date

Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002384 FRAME: 0707

ATTACHMENT TO RECORDATION FORM COVER SHEET  
**TRADEMARKS ONLY**

**Name of Conveying party:**

**BOZELL WORLDWIDE, INC.**

**Name and address of receiving party:**

**FCB WORLDWIDE, INC.  
c/o True North Communications, Inc.  
101 East Erie Street  
Chicago, IL 60611**

4. Application number(s) or registration number(s):

B. Trademark Registration No.(s)

2,170,041	2,175,396	2,014,423	2,255,856
2,257,976	2,257,975	2,254,418	2,274,047

State of Delaware  
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"FOOTE, CONE & BELDING ADVERTISING, INC.", A DELAWARE CORPORATION,

"FOOTE, CONE & BELDING, INC.", A DELAWARE CORPORATION, WITH AND INTO "BOZELL WORLDWIDE, INC." UNDER THE NAME OF "FCB WORLDWIDE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 1999, AT 12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1999.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE: 12-28-99

TRADEMARK  
REEL: 002384 FRAME: 0709

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 12:00 PM 12/20/1999  
991549196 - 0518225

12-20-99 11 07AM COMMUNICATIONS, INC -

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**CERTIFICATE OF MERGER**

**OF**

**FOOTE, CONE & BELDING ADVERTISING, INC.**

**AND**

**FOOTE, CONE & BELDING, INC**

**INTO**

**BOZELL WORLDWIDE, INC.**

\*\*\*\*\*

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware,

**DOES HEREBY CERTIFY:**

**FIRST:** That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<b>NAME</b>	<b>STATE OF INCORPORATION</b>
Foote, Cone & Belding Advertising, Inc.	Delaware
Foote, Cone & Belding, Inc	Delaware
Bozell Worldwide, Inc.	Delaware

**SECOND.** That an agreement of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 251 of the General Corporation Law of Delaware.

**THIRD.** The name of the surviving corporation of the merger is Bozell Worldwide, Inc., which shall hereinwith be changed to FCB Worldwide, Inc.

**FOURTH:** That the Certificate of Incorporation as amended of **Bozell Worldwide, Inc.** a Delaware corporation, which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation

**FIFTH:** That the executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is c/o **True North Communications Inc.**, 101 East Erie Street, Chicago, IL 60611 Attn: **Maureen Kopp**

**SIXTH:** That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

**SEVENTH:** That this Certificate of Merger shall be effective on **December 31, 1999**

Dated: **December 20, 1999**

**BOZELL WORLDWIDE, INC**

By: /s/ Gary D. Chester

**Gary D. Chester**  
**Vice President**

09-28-2001 11:08

From-INTERPUBLIC GROUP OF COMPANIES

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TNC-

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December 20, 1999

To the Secretary of State of the  
State of Delaware:

The undersigned, FCB Worldwide L.L.C., a Delaware limited liability company, hereby  
consents to the use of the name "FCB Worldwide Inc." by its subsidiary, FCB Worldwide, Inc.

FCB WORLDWIDE L L C

By: /s/ Gary D. Chester

Gary D Chester

Vice President