

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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# RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):**

Y & R Properties L.P.

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

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

**3. Nature of conveyance:**

- Assignment
- Security Agreement
- Other Conversion
- Merger
- Change of Name

Execution Date: 12/31/2001

**2. Name and address of receiving party(ies)**

Name: Y & R Properties

Internal

Address:

Street Address: 1001 Front Street

City: San Francisco State: CA Zip: 94111

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

B. Trademark Registration No.(s) 2158964, 2063412, 1465764, 1479899

Additional number(s) attached  Yes  No

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

Name: Joy J. Wildes, Esq.

Internal Address: DAVIS & GILBERT LLP

Street Address: 1740 Broadway

City: New York State: NY Zip: 10019

**6. Total number of applications and registrations involved:**

4

**7. Total fee (37 CFR 3.41):** \$ 115.00

- Enclosed
- Authorized to be charged to deposit account

**8. Deposit account number:**

502293

**DO NOT USE THIS SPACE**

**9. Signature.**

Joy J. Wildes, Esq.  
Name of Person Signing

Joy J. Wildes  
Signature

3/26/03  
Date

6

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

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

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED PARTNERSHIP UNDER THE NAME OF "Y&R PROPERTIES, L.P." TO A DELAWARE GENERAL PARTNERSHIP, CHANGING ITS NAME FROM "Y&R PROPERTIES, L.P." TO "Y&R PROPERTIES", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001, AT 10 O'CLOCK A.M.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1532974

2825682 8100V

010676082

DATE: 17 TRADEMARK

REEL: 002625 FRAME: 0074

BOOK

(MON) 12. 31. 01 8:57/ST. 8:55/NO. 486.863800 P. 7

**CERTIFICATE OF CONVERSION**

**CONVERTING**

**Y&R PROPERTIES, L.P.**  
(A Delaware Limited Partnership)

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 10:00 AM 12/31/2001  
010676082 - 2825682

**TO**

**Y&R PROPERTIES**  
(A Delaware General Partnership)

Y&R PROPERTIES, L.P., the limited partnership that is converting to a Delaware general partnership (the "Converting Limited Partnership"), and Y&R PROPERTIES, the continuing Delaware general partnership (the "General Partnership"), hereby certify that:

1. Name of Converting Partnership. The name of the Converting Limited Partnership immediately prior to the filing of this Certificate of Conversion was "Y&R PROPERTIES, L.P."

2. Date and Jurisdiction of Organization of Converting Partnership. The date on which, and the jurisdiction where, the Converting Limited Partnership is deemed organized are as follows:

<u>Date</u>	<u>Jurisdiction</u>
November 25, 1997	Delaware

3. Name of Converted General Partnership. The name of the Delaware general partnership to which the Converting Limited Partnership has been converted and the name set forth in the Statement of Partnership Existence filed in accordance with Sections 15-105, 15-303 and 15-901 of the Delaware Revised Uniform Partnership Act is "Y&R Properties."

4. Approval of Conversion. The conversion of the Converting Limited Partnership to the General Partnership has been approved in accordance with the provisions of Section 17-219 of the Delaware Revised Uniform Limited Partnership Act and Section 15-901 of the Delaware Revised Uniform Partnership Act.

5. Effective Time. This Certificate shall be effective at 10:00 a.m. on December 31, 2001.

FROM

(MCN) 12. 21. 01 8:58/ST. 8:55/NO. 4851865800 3 9

IN WITNESS WHEREOF, the undersigned have duly executed this Certificate of Conversion as of December 31, 2001.

Y&R PROPERTIES, L.P.

By its general partner

YOUNG & RUBICAM INC.

By: \_\_\_\_\_  
Name: Mary Ellen Howe  
Title: Vice President

Y&R PROPERTIES

By: Robert Horgus  
Name: Robert Horgus  
Title: President

FROM

(MON) 12:51'01 8:58/ST. 8:55/NO. 4861865800 F 2

IN WITNESS WHEREOF, the undersigned have duly executed this Certificate of Conversion as of December 31, 2001.

Y&R PROPERTIES, L.P

By its general partner

YOUNG & RUBICAM INC.

By: Mary A. Howe  
Name: Mary Ellen Howe  
Title: Vice President

Y&R PROPERTIES

By: \_\_\_\_\_  
Name: Robert Horjus  
Title: President

**SCHEDULE**

**Registrations**

<b><u>Mark Name</u></b>	<b><u>Registration Number</u></b>	<b><u>Registration Date</u></b>
Y & R	1465764	17-Nov-1987
YOUNG & RUBICAM	1479899	8-Mar-1988
BURSON-MARSTELLER	2063412	20-May-1997
MARSTELLER ADVERTISING	2158964	19-May-1998