

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | CHANGE OF NAME |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-------------------------------------|----------|----------------|-----------------------|
| Omnicom International Holdings Inc. | | 08/28/2002 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

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|-----------------|-----------------------|
| Name: | Omnicom Holdings Inc. |
| Street Address: | 720 California Street |
| City: | San Francisco |
| State/Country: | CALIFORNIA |
| Postal Code: | 94108 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 60

| Property Type | Number | Word Mark |
|----------------------|---------|---------------------|
| Registration Number: | 2937223 | HEALTH & LIFESTYLE |
| Registration Number: | 2896031 | DDB'S VITAL SIGNS |
| Registration Number: | 2867428 | AURUM PARTNERS |
| Registration Number: | 2867083 | TRIBAL DDB |
| Registration Number: | 2828347 | AU 79 |
| Registration Number: | 2787845 | PHD |
| Registration Number: | 2787311 | PROXIMITY |
| Registration Number: | 2776720 | ONCOURSE |
| Registration Number: | 2772840 | DDB WORLDWIDE |
| Registration Number: | 2752378 | BERNARD HODES GROUP |
| Registration Number: | 2751209 | ELEMENT 79 |
| Registration Number: | 2738735 | E 79 |
| Registration Number: | 2738734 | ELEMENT 79 PARTNERS |
| Registration Number: | 2712742 | DDB MATRIX |

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| Registration Number: | 2712725 | DDB LEONARDO |
| Registration Number: | 2712529 | @DDB |
| Registration Number: | 2677106 | GLOBAL LIFECYCLE SOLUTIONS |
| Registration Number: | 2607757 | DDB |
| Registration Number: | 2603292 | TARGETBASE |
| Registration Number: | 2590216 | TARGETBASE |
| Registration Number: | 2488382 | BBDO. THE WORK, THE WORK, THE WORK. |
| Registration Number: | 2431908 | OMD |
| Registration Number: | 2292109 | GRIFFIN BACAL |
| Registration Number: | 2271234 | COMMUNICATIONS CONSULTING WORLDWIDE |
| Registration Number: | 2266569 | PORTER NOVELLI |
| Registration Number: | 2264434 | BRODEUR |
| Registration Number: | 2262546 | BRODEUR PORTER NOVELLI |
| Registration Number: | 2122149 | PENTAMARK |
| Registration Number: | 2090629 | RAPP COLLINS |
| Registration Number: | 2090599 | RAPP COLLINS WORLDWIDE |
| Registration Number: | 2074434 | OPTIMUM MEDIA |
| Registration Number: | 2074083 | DDB ONLINE |
| Registration Number: | 2019473 | PENTACOM |
| Registration Number: | 1891819 | OPTIMUM MULTINATIONAL MEDIA |
| Registration Number: | 1821629 | KID THINK, INC. |
| Registration Number: | 1802285 | DDB NEEDHAM WORLDWIDE |
| Registration Number: | 1770397 | BBDO'S PERSONAL DRIVE ANALYSIS |
| Serial Number: | 76615351 | CHECKMATE |
| Serial Number: | 78348774 | MED ED RESOURCE GROUP |
| Serial Number: | 78293474 | KARACTERSDESIGNGROUP |
| Serial Number: | 78281856 | DOWNTOWN PARTNERS |
| Serial Number: | 76495918 | BBDO |
| Serial Number: | 78149778 | INNOCENCE |
| Serial Number: | 76424855 | DOYLE DANE BERNBACH |
| Serial Number: | 76400763 | DDBQ |
| Serial Number: | 76394112 | TARGETBASE PROXIMITY |
| Serial Number: | 76303242 | OPTIMUM CONNECT |
| Serial Number: | 76221500 | TLP - TRACY LOCKE PARTNERSHIP |
| Serial Number: | 76214033 | THE NEEDHAM PARTNERSHIP |

TRADEMARK

REEL: 003078 FRAME: 0448

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|----------------|----------|---------------------------------|
| Serial Number: | 76148929 | TIC TOC |
| Serial Number: | 76148928 | TIC TOC THE IMAGINATION COMPANY |
| Serial Number: | 76105974 | TARGIS |
| Serial Number: | 76084742 | DDB TRIBAL |
| Serial Number: | 76019279 | PHD |
| Serial Number: | 76016584 | TRIBAL |
| Serial Number: | 75752574 | KID THINK |
| Serial Number: | 75669344 | OMDIA |
| Serial Number: | 75367502 | ROI RAPP ORGANIC INTERACTIVE |
| Serial Number: | 75151983 | OPTIMUM MEDIA DIRECTION |
| Serial Number: | 75151984 | MEDIA DIRECTION |

CORRESPONDENCE DATA

Fax Number: (212)468-4888
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Email: jkatz@dglaw.com
Correspondent Name: Jeffrey C. Katz, Esq.
Address Line 1: 1740 Broadway
Address Line 4: New York, NEW YORK 10019

| | |
|--------------------|-------------------|
| NAME OF SUBMITTER: | Jeffrey C. Katz |
| Signature: | /jeffrey c. katz/ |
| Date: | 05/05/2005 |

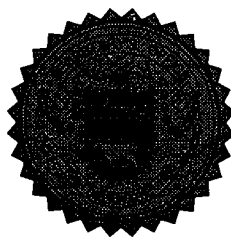
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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "OMNICOM INTERNATIONAL HOLDINGS INC.", CHANGING ITS NAME FROM "OMNICOM INTERNATIONAL HOLDINGS INC." TO "OMNICOM HOLDINGS INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF AUGUST, A.D. 2002, AT 9 O'CLOCK A.M.



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040333686

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3097394

DATE: 05-07-04

TRADEMARK
REEL: 003078 FRAME: 0450

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

OF

OMNICOM INTERNATIONAL HOLDINGS INC.

FIRST: The name of the corporation is Omnicom International Holdings Inc.

SECOND: The Certificate of Incorporation of the corporation is hereby amended by striking out Article **FIRST** in its entirety and inserting in lieu thereof the following:

"FIRST: The name of the corporation is Omnicom Holdings Inc."

THIRD: The amendment to the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned have subscribed this document this 28th day of August, 2002, and do hereby affirm under

penalties of perjury, that the statements contained therein are true and correct.

/s/ Raymond E. McGovern, Jr.
Raymond E. McGovern, Jr.
Assistant Secretary