

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF AGB TELEVISION RESEARCH, INC.

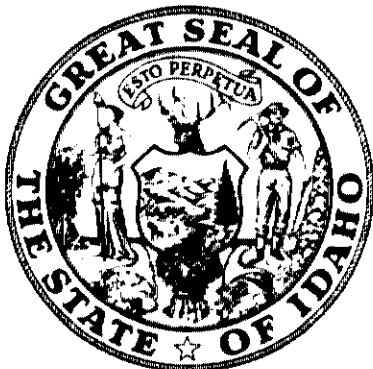
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of AGB TELEVISION RESEARCH, INC.

_____ for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to AGB TELEVISION RESEARCH, INC.

to transact business in this State under the name AGB TELEVISION RESEARCH, INC.
_____ and attach hereto a duplicate original of the Application for such Certificate.

Dated **June 10, 1987**



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

Jan 10 10 08 AM '87
SECRETARY OF STATE

1. The name of the corporation is AGB Television Research, Inc.
2. The name which it shall use in Idaho is AGB Television Research, Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of New York State
4. The date of its incorporation is March 15, 1984 and the period of its duration is perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 540 Madison Avenue, New York, New York 10022
6. The address to which correspondence should be addressed, if different from that in item 5. 9145 Guilford Rd; Columbia, MD 21046
7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is C T CORPORATION SYSTEM
8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

SEE ATTACHMENT

9. The names and respective addresses of its directors and officers are:

| Name | Office | Address |
|------------------------------|------------------|---|
| <u>Joe Philport</u> | <u>President</u> | <u>540 Madison Ave., NY, NY 10022</u> |
| <u>Peter Tyrer</u> | <u>Treasurer</u> | <u>76 Shoe Lane London England BC4A3JB</u> <u>81 N. Broadway, Hicksville, NY 11801</u> |
| <u>Patricia LoGerfo</u> | <u>Secretary</u> | <u></u> |
| <u>George Bernard Audley</u> | <u>Director</u> | <u>76 Shoe Lane London England BC4A3JB</u> |
| <u>Richard Hallwood</u> | <u>Director</u> | <u>76 Shoe Lane London England BC4A3JB</u> |
| <u>Dr. Stephen F. Buck</u> | <u>Director</u> | <u>76 Shoe Lane London England BC4A3JB</u> |

(continued on reverse)

Name

Office

Address

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- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: APRIL 22, 1987

AGB Television Research, Inc.

(Corporation Name)

By Joseph Philport
Its President/ ~~Vice President~~ (please specify)

and Ann M. Lofsky
Its Secretary/ Assistant Secretary (please specify)

STATE OF New York)
 COUNTY OF New York) ss:

I, Dorothy L. Figueroa, a notary public, do hereby certify that on this 22 day of April, 19 87, personally appeared before me Joe Philport, who being by me first duly sworn, declared that (X)he is the President of AGB Television Research, Inc.

that (X)he signed the foregoing document as President of the corporation and that the statements therein contained are true.

DOROTHY L. FIGUEROA
 Notary Public, State of New York
 No. 31-43720
 Commission Expires 1988

Dorothy L. Figueroa
 Notary Public

ATTACHMENT

to engage in television rating services and to engage in any other lawful act or activity for which corporations may be organized under the Idaho Code, provided that the corporation shall not engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval being first obtained.

**State of New York }
Department of State } SS:**

I Hereby Certify, *that I have made diligent examination of the index of corporation papers filed in this Department for a certificate, order or record of a dissolution of*

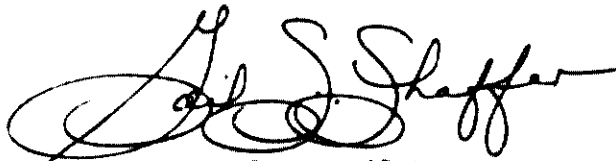
AGB TELEVISION RESEARCH, INC.

the certificate of incorporation of which corporation was filed March 15, 1984, with perpetual duration,

[A large vertical line is drawn from the word "duration," down to the bottom of the page, indicating a search period.]

and that upon such examination, I find no such certificate, order or record, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

Witness *my hand and the official seal of the Department of State at the City of Albany, this 31st day of March one thousand nine hundred and eighty-seven.*


Secretary of State