Received by NSD/FARA Registration Unit 09/30/2016 5:08:09 PM

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:55 PM 12/31/2010
FILED 01:55 PM 12/31/2010
SRV 101255355 - 4914932 FILE

STATE OF DELAWARE

CERTIFICATE OF AMENDMENT
(of the Certificate of Formation)
OF
FBMWW OPCO LLC

Under Section 18-202 of the Delaware Limited Liability Company Act

1. The name of the Limited Liability Company is FBMWW OPCO LLC (the "Company").

2. The Certificate of Formation of the Company is hereby amended, specifically the First Paragraph thereof relating to its name, to read as follows:

"FIRST: The name of the limited liability company is MWW GROUP LLC."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment this 31st day of December, 2010.

By: /s/ Michael W. Kempner
Name: Michael W. Kempner
Title: Authorized Person

KL2 2681354.1

Received by NSD/FARA Registration Unit 09/30/2016 5:08:09 PM

Received by NSD/FARA Registration Unit 09/30/2016 5:08:09 PM

Interpublic Group
1114 Avenue of the Americas
New York, New York 10036

December 28, 2010

IPG

Re: Consent to Use of Name

To Whom it May Concern:

On behalf of The MWW Group, Inc., a wholly-owned subsidiary of The Interpublic Group of Companies, Inc., consent is hereby given for the use of the name "MWW Group LLC" by a limited liability company formed in Delaware on December 17, 2010, in Delaware and in any state such entity may choose to qualify to do business, including but not limited to California, New Jersey, New York, Texas and Washington.

Very truly yours,

By: _____
Name: Nicholas J. Camera
Title: Senior Vice President

Received by NSD/FARA Registration Unit 09/30/2016 5:08:09 PM

Received by NSD/FARA Registration Unit 09/30/2016 5:08:09 PM

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:25 PM 12/17/2010
FILED 02:21 PM 12/17/2010
SRV 101204745 - 4914932 FILE

CERTIFICATE OF FORMATION

OF

FBMWW OPCO LLC

Pursuant to Section 18-201 of the Delaware Limited Liability Company Act (the "Act"), the undersigned, an authorized person for FBMWW OPCO LLC, a Delaware limited liability company (the "Company"), does hereby certify as follows:

FIRST: The name of the Company is FBMWW OPCO LLC.

SECOND: The address of the Company's registered office in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware, New Castle County, 19808. The name of the registered agent of the Company at such address is Corporation Service Company.

IN WITNESS WHEREOF, this Certificate of Formation has been executed by an authorized person this 17th day of December, 2010.

By: /s/ Carly Vella
Carly Vella
Authorized Person

K1.2 2672123.1

Received by NSD/FARA Registration Unit 09/30/2016 5:08:09 PM

Received by NSD/FARA Registration Unit 09/30/2016 5:08:09 PM

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MWW GROUP LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF JULY, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "MWW GROUP LLC" WAS FORMED ON THE SEVENTEENTH DAY OF DECEMBER, A.D. 2010.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

Jeffrey W. Bullock, Secretary of State

4914932 8300

SR# 20164903636

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202655233

Date: 07-14-16

Received by NSD/FARA Registration Unit 09/30/2016 5:08:09 PM