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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 16 PH12:24

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Supersonic Signs & Banners, Inc.
(Proposed corporate name - must include suffix)

400002213564--0
-06/16/97--01162--005
****131.25 ****131.25

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: KRISTEEN TODD
Name (Printed or typed)

171 BLUEBROOK CT
Address

OVIDO, FL 32766
City, State & Zip

407.366.4687
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN JUN 17 1997

ARTICLES OF INCORPORATION

OF

Supersonic Signs & Banners, Inc.

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The undersigned Incorporator, being a person competent to contract, subscribes to these Articles of Incorporation to form a Corporation for profit under the laws of the State of Florida.

ARTICLE I- NAME

The name of this corporation shall be:

Supersonic Signs & Banners, Inc.
171 BLUEBROOK COURT - OVIEDO, FLORIDA 32766

ARTICLE II- BUSINESS AND ACTIVITIES

This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III- CAPITAL STOCK

The authorized capital stock of this Corporation and the maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$.10 per share.

ARTICLE IV- TERM OF EXISTENCE

The effective date upon which this Corporation shall come into existence, shall be the date these Articles are filed by the Secretary of State and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 171 Bluebrook Ct. Oviedo, FL 32766 and the name of the initial registered agent of this Corporation at that address is Kristeen Todd.

ARTICLE VI- DIRECTORS

- A. The initial number of directors of this Corporation shall be two (2).
- B. The number of Directors may be either increased or decreased from time to time by the Board of Directors or the shareholders in accordance with the By-laws of this Corporation. In no event, however, shall the number of Directors be less than two (2)
- C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.

D. Nothing in this Article shall be construed to preclude the Directors from serving the Corporation in any other capacity and receiving compensation thereof.

E. The name and street address of the initial members of the Board of Directors, to hold office until the first annual meeting of the Shareholders of this Corporation or until their successors are elected or appointed and have qualified, are

<u>Name</u>	<u>Address</u>
Kristeen Todd	171 Bluebrook Ct Oviedo, FL 32766
Rick Todd	171 Bluebrook Ct. Oviedo, FL 32766

F. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders.

G. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies: provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

ARTICLE VII- INCORPORATOR

The name and street address of the Incorporator signing these Articles are:

Kristeen Todd
171 Bluebrook Ct.
Oviedo, FL 32766

ARTICLE VIII- LOST OR DESTROYED CERTIFICATION

Stock Certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-laws of this Corporation.

ARTICLE IX- AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholder's meeting by the holders of a majority of the stock issued and entitled to be voted, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE X- BY- LAWS

The power to adopt, alter, amend or repeal By-laws of this Corporation shall be vested in the Shareholders or the Board of Directors of this Corporation; provided, however, that any by-laws adopted by the Directors which are inconsistent with any by-laws adopted by the Shareholders shall be void, and the Directors may not alter, amend or repeal any by-laws adopted by the Shareholders.

ARTICLE XI- PREEMPTIVE RIGHTS

Every Shareholder, upon the sale of any additional stock of this Corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof, (as nearly as may be done without issuance of fractional share) at the price at which it is offered to others.

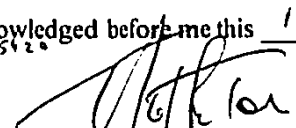
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 13 day of June, 1997.

x 

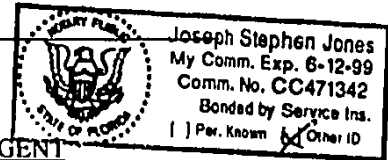
Kristeen Todd

State of Florida
County of Seminole

The foregoing instrument was acknowledged before me this 13 day of June, 1997,
by Kristeen Todd. *En P. Area home T 300 514 67 54 20*



Notary Public
My Commission Expires:



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the initial Registered Agent
of Supersonic Signs & Banners, Inc.



Kristeen Todd

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