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Law Office
of

KRISTEN M. JACKSON

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April 3, 2002

Katherine Harris, Secretary of State
Division of Corporations
The Capitol
Tallahassee, FL 32304

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-04/09/02--01016--001
****233.75 *****78.75

RE: Strategic Art Brokers, Inc.
Outdoor That Works, LLC

Dear Sir or Madam:

Enclosed are the following for filing:

Strategic Art Brokers, Inc.

1. Application by Foreign Corporation for Authorization to Transact Business in Florida
2. Certificate of Existence from State of Georgia

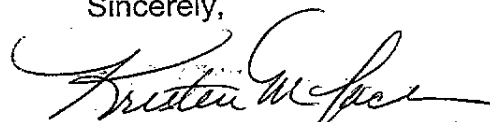
Outdoor That Works, LLC

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida
3. Certificate of Existence from State of Georgia
4. Check for \$233.75 for the \$195.00 for the filing of Applications and for a certified copies

Please return the certified copies to the above address.

If you have any questions please contact me.

Sincerely,



Kristen M. Jackson

enc.

APPROVED
AND
FILED
02 APR - 8 54 AM 11: 50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

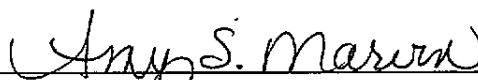
4-11-02

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

In compliance with F.S. 607.1503, the following is submitted to register a foreign corporation to transact business in the state of Florida:

1. Name of corporation: STRATEGIC ART BROKERS, INC.
2. State or country under the law of which it is incorporated: Georgia
3. FEI number, if applicable: 58-2353105
4. Date of incorporation: November 6, 1997
5. Duration: Perpetual
6. Date first transacted business in Florida: upon qualification.
7. Principal Office Address: 5901 Masters Blvd., Orlando, Florida 32819
Mailing Address: Same
8. Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida: Creation of art for advertising
9. Name and street address of Florida registered agent: Amy S. Marvin, 5901 Masters Blvd., Orlando, Florida 32819
10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Amy S. Marvin

11. Attached is a certificate of existence duly authenticated, not more than 90 days before delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

02 APR - 8 AM 11:50
STATE
SECRETARY OF
FLORIDA
ALBUQUERQUE, NEW MEXICO

APPROVED
AND
FILED

12. Names and addresses of officers and/or directors:

DIRECTORS:

Amy S. Marvin 5901 Masters Blvd., Orlando, Florida 32819

Ross M. Marvin 5901 Masters Blvd., Orlando, Florida 32819

OFFICERS:

President Ross M. Marvin 5901 Masters Blvd., Orlando, Florida 32819

Secretary Amy S. Marvin 5901 Masters Blvd., Orlando, Florida 32819

Dated: March 4, 2002

Amy S. Marvin
Amy S. Marvin, Secretary

APPROVED
AND
FILED
02 APR - 8 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 020880562
CONTROL NUMBER : K739789
DATE INC/AUTH/FILED: 11/06/1997
JURISDICTION : GEORGIA
PRINT DATE : 03/29/2002
FORM NUMBER : 211

LAW OFFICE OF KRISTEN M. JACKSON
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ORLANDO, FL 32819

CERTIFICATE OF EXISTENCE

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

STRATEGIC ART BROKERS, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox

Cathy Cox
Secretary of State

APR -8 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED