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June 20, 1995

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

4000011527134  
-06/26/95--01025--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Sullivan's Signs, Inc.

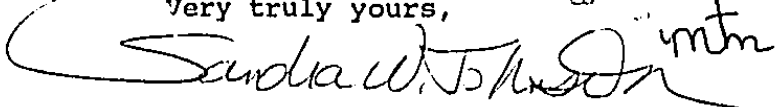
Dear Sir or Madam:

Enclosed please find an Application By Foreign Corporation For Authorization To Transact Business In Florida submitted by Sullivan's Signs, Inc., a South Carolina corporation. Also enclosed are a Certificate of Existence issued by the South Carolina Secretary of State and my check in the amount of \$78.75, for your filing fee and a certificate of status.

Finally, enclosed is a copy of a corporate resolution authorizing the corporation to register to do business in Florida as Sullivan's Signs of South Carolina, Inc.

Please return the certificate of status to my attention.  
Thank you for your assistance.

Very truly yours,

  
Sandra W. Johnson

## TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS

SUBJECT: Sullivan's Signs of South Carolina, Inc.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Sandra W. Johnson, Esq.  
(Name of Person)

\_\_\_\_\_  
(Firm/Company)

353 E. Forsyth St.  
(Address)  
Jacksonville, FL 32202  
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

Sandra W. Johnson at (904) 355-1650.  
(Name of Person) Area Code & Daytime Telephone Number

### COURIER ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

MINUTES OF SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF  
SULLIVAN'S SIGNS, INC.

A special meeting of the Board of Directors of SULLIVAN'S SIGNS, INC. (the "Corporation") was held in the Corporation's offices at Jacksonville, Florida on June 19, 1995.

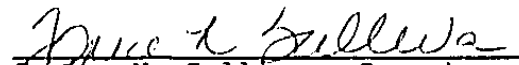
The following directors were present, which directors constituted a quorum of the Board of Directors, and which directors had all previously waived notice of the meeting:

JANICE N. SULLIVAN  
WILLIAM C. SULLIVAN, JR.

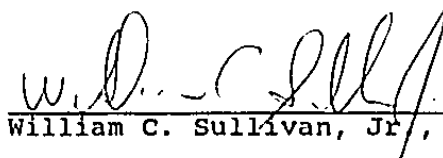
The following resolutions were presented, seconded, and unanimously adopted:

RESOLVED, that the corporation adopt the name "SULLIVAN'S SIGNS OF SOUTH CAROLINA, INC." under which to register to do business in the State of Florida and that the officers execute and file with the Florida Department of State any documentation necessary to complete such registration.

There being no further business to come before the meeting, the meeting was duly adjourned.

  
Janice N. Sullivan, Secretary  
and President

APPROVED:

  
William C. Sullivan, Jr., Vice-President

S. J. M.  
Sullivan

FHC.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO  
TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE  
STATE OF FLORIDA:

1. Sullivan's Signs, Inc

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. South Carolina

(State or country under the law of which it is incorporated)

3. 57-0865685

(FEI number, if applicable)

4. 2-5-88

(Date of Incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. May 1995

(Date first transacted business in Florida. (See sections 007.1501, 007.1502, and 817.155, F.S.)

7. 9222 Arlington Expressway

Jacksonville, FL 32225

(Current mailing address)

8. computer generated sign business/as Sign It Quick

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: William C. Sullivan, Jr.

Office Address: 9222 Arlington Expressway

Jacksonville

, Florida, 32225

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated 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.

William C. Sullivan, Jr.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to 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.

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: J

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Janice N. Sullivan

Address: 7925 Merrill Rd, Apt. 301  
Jacksonville Florida 32277

Director: William C. Sullivan, Jr.

Address: 7925 Merrill Rd Apt. 301  
Jacksonville, Florida 32277

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Janice N. Sullivan

Address: 7925 Merrill Rd, Apt 301  
Jacksonville, Fl. 32277

Vice President: William C Sullivan, Jr

Address: 7925 Merrill Rd, Apt 301  
Jacksonville Fl 32277

Secretary: Janice N. Sullivan

Address: 7925 Merrill Rd, Apt 301  
Jacksonville, Fl 32277

Treasurer: Janice N Sullivan

Address: 7925 Merrill Rd, Apt 301

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Janice N Sullivan  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Janice N Sullivan, President  
(Typed or printed name and capacity of person signing application)

# The State of South Carolina



## Office of Secretary of State Jim Miles Certificate of Existence

I, Jim Miles, Secretary of State of South Carolina Hereby certify that:

### ***SULLIVAN'S SIGNS, INC.,***

a corporation duly organized under the laws of the State of South Carolina on February 5th, 1988, and having a perpetual duration unless otherwise indicated below, has as of the date hereof filed all reports due this office, paid all fees, taxes and penalties owed to the Secretary of State, that the Secretary of State has not mailed notice to the Corporation that it is subject to being dissolved by administrative action pursuant to Section 33-14-210 of the South Carolina Code, and that the corporation has not filed articles of dissolution as of the date hereof.

Given under my Hand and the Great Seal of  
the State at Columbia this 6th day of  
June, 1995.

A handwritten signature in cursive script that reads "Jim Miles".  
\_\_\_\_\_  
Jim Miles, Secretary of State

Note: This certificate does not contain any representation concerning fees or taxes owed by the Corporation to the South Carolina Tax Commission or whether the Corporation has filed the annual report with the Tax Commission. If it is important to know whether the Corporation has paid all taxes due to the State of South Carolina, and has filed the annual reports, a certificate of compliance must be obtained from the Tax Commission.