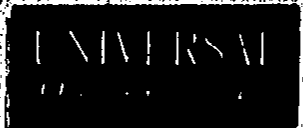


F960000002647



April 29, 1996

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

Re: Application for Authorization to Transact Business in Florida

Dear Sir or Madam:

Enclosed please find a completed application for authorization to do business in Florida, along with a Certificate of Good Standing. Also enclosed is a check in the amount of \$70.00 to cover the filing fee.

Thank you.

Very Truly Yours,

Laura G. Dill
Legal Assistant

W96-9645
800001808768
-05/06/96--01090--002
*****70.00 *****70.00

300119.D65

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 24 PM 11:20



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 7, 1996

LAURA G. DILL
UNIVERSAL OUTDOOR, INC.
321 N CLARK ST #1010
CHICAGO, IL 60610

SUBJECT: QUANTUM STRUCTURES & DESIGN, INC.
Ref. Number: W96000009645

We have received your document for QUANTUM STRUCTURES & DESIGN, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 396A00022117

**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. Quantum Structures & Design, 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. Illinois 3. 36-4912870
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 28, 1995 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. May 1, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 321 N. Clark St., Suite 1010
Chicago, IL 60610
(Current mailing address)
8. Erection of billboards and signboards, and other lawful purposes
(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: C T CORPORATION SYSTEM

Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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.

C T CORPORATION SYSTEM

Tanya M. Villar
(Registered agent's signature) (Officer)

TANYA M. VILLAR
SPECIAL ASSISTANT SECRETARY

(Type Name and Title of Officer)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY 24 PM 11:20

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:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Daniel L. Simon

Address: 321 N. Clark St., Suite 1010
Chicago, IL 60610

Director: _____

Address: _____

B. OFFICERS

President: Daniel L. Simon

Address: 321 N. Clark St., Suite 1010, Chicago, IL 60610

Vice President: Brian T. Clingen

Address: 321 N. Clark St., Suite 1010, Chicago, IL 60610

Secretary: Paul G. Simon

Address: 321 N. Clark St., Suite 1010, Chicago, IL 60610

Treasurer: _____

Address: _____

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

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

Paul G. Simon, Secretary, Vice President

(Typed or printed name and capacity of person signing application)

File Number 5826-132-7



To all to whom these Presents Shall Come, Greeting:

I, *George H. Ryan*, Secretary of State of the State of Illinois,
do hereby certify that **QUANTUM STRUCTURES & DESIGN, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE MARCH 28, 1995, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*******



In Testimony Whereof, I hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois this 10TH
day of APRIL A.D., 19 96

George H. Ryan
SECRETARY OF STATE