

F98000001683



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 752055 4322291

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 70.00

ORDER DATE : March 23, 1998

ORDER TIME : 9:11 AM

ORDER NO. : 752055-005

CUSTOMER NO: 4322291

CUSTOMER: Laverne Calvert, Legal Asst
Powell Goldstein Frazer &
16th Floor
191 Peachtree St., N.e!
Atlanta, GA 30303

100002467651--1

FOREIGN FILINGS

NAME: OUTDOOR SYSTEMS, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 25 AM 10:11
98 MAR 25 AM 9:52
DIVISION OF CORPORATION
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**CERTIFICATE OF SECRETARY
OF
OUTDOOR SYSTEMS, INC.**

Bill M. Beverage, Secretary of **OUTDOOR SYSTEMS, INC.** (the "Company"), a corporation duly organized under the laws of the State of Delaware, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of the Company, adopted by unanimous written consent dated March 19, 1998:

RESOLVED, that, inasmuch as the Company desires to transact business in the State of Florida, and inasmuch as the Board of Directors has been advised that the name of the Company is not available for corporate use in the State of Florida, the Company adopt the alternate name **Outdoor Systems Advertising Co.** for use in transacting business in the State of Florida pursuant to Section 607.1506, Florida Business Corporation Act; and

FURTHER RESOLVED, that the officers of the Company be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that the Company may obtain a Certificate of Authority pursuant to the Florida Business Corporation Act, and to cause the Company to use the said alternate name in the transaction of business in the State of Florida.

Date: March 19, 1998


Bill M. Beverage, Secretary

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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. Outdoor Systems, 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. Delaware
(State or country under the law of which it is incorporated)
3. 86-0736400
(FEI number, if applicable)
4. May 24, 1993
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 2502 North Black Canyon Highway
Phoenix, AZ 85009
(Current mailing address)
8. Outdoor Advertising Business
(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: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(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.


(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.

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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: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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. BILL BEVERAGE, SECRETARY/TREASURER/CEO

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

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**OFFICER/DIRECTOR RIDER
TO
FLORIDA QUALIFICATION APPLICATION
OF
OUTDOOR SYSTEMS, INC.**

Item 12:

A. DIRECTORS:

Name	Address
William S. Levine	2737 Arizona Biltmore Circle #18 Phoenix, AZ 85016
Arturo R. Moreno	60 Biltmore Estates Phoenix, AZ 85016
Brian J. O'Connor	7721 N. 17 th Place Phoenix, AZ 85020
Stephen F. Butterfield	7001 N. Tatum Boulevard Paradise Valley, AZ 85253

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B. OFFICERS:

Office	Name	Address
Chairman of the Board	William S. Levine	2737 Arizona Biltmore Circle #18 Phoenix, AZ 85016
President	Arturo R. Moreno	60 Biltmore Estates Phoenix, AZ 85016
Senior Vice President	Wally C. Kelly	7029 McDonald Paradise Valley, AZ 85253
Vice President	Robert M. Reade	114 East Tierra Buena Phoenix, AZ 85022
Secretary, Treasurer and Chief Financial Officer	Bill M. Beverage	14820 N. 44th Place Phoenix, AZ 85032

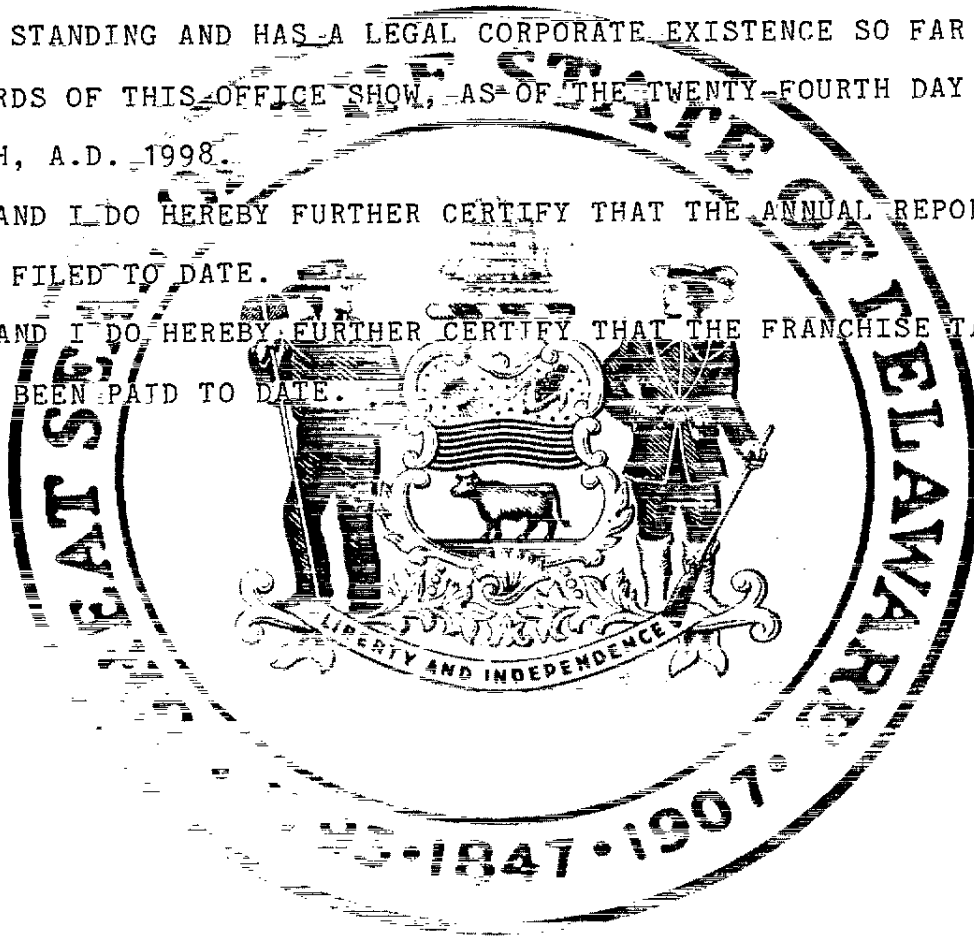
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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "OUTDOOR SYSTEMS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF MARCH, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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



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SECRETARY OF STATE
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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8987981

DATE: 03-24-98