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J. CHAPMAN  
526 Old Oak Cir.  
Palm Harbor, FL 34683

City/State/Zip

Phone #

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-07/13/00--01058-016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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TALLAHASSEE, FLORIDA

- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

T. Burch JUL 17 2000

Examiner's Initials

ARTICLES OF INCORPORATION  
OF

**The Billboard Works, Inc.**

ARTICLE I  
NAME

The name of this Corporation is  
The Billboard Works, Inc.  
Corporate Office: 31465 US 19 N.  
Palm Harbor, Fl. 34684

ARTICLE II  
TERM

The term of existence of this Corporation is perpetual.

ARTICLE III  
PURPOSE

The Corporation is organized to transact any and all  
lawful business for which corporation may be incorporated  
under the Florida General Corporation Act.

ARTICLE IV  
CAPITAL STOCK

This Corporation is authorized to issue Three Hundred  
(300) shares of One Dollar (\$1.00) par value stock.

ARTICLE V  
DIRECTORS

This Corporation shall have one Director initially.  
The number of Directors may be either increased or diminished  
from time to time by the by-laws but shall never be less than  
one (1). The names and addresses of the initial Directors of  
Corporation, who shall serve until their successors are  
elected and have qualified, or until removed are as follows:

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TALLAHASSEE, FLORIDA

NAME:  
James Chapman

ADDRESS:  
31465 US 19 N.  
Palm Harbor, Fl. 34684

ARTICLE VI  
OFFICERS

The affairs of this Corporation shall be administered by the officers designated by the By- Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the shareholders, and they shall serve at the pleasure of the board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors, are as follows:

<u>OFFICE</u>	<u>NAME AND ADDRESS</u>
President	James Chapman
Secretary	31465 US 19 N. Palm Harbor, Fl. 34684

ARTICLE VII  
REGISTERED OFFICE AND AGENT

<u>NAME</u>	<u>ADDRESS</u>
James Chapman	31465 US 19 N. Palm Harbor, Fl 34684

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ARTICLE VIII  
INDEMNIFICATION

Every Director and every officer of this Corporation serving this Corporation at its request, shall be indemnified by this Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a Director or officer of this Corporation, or by reason of his serving or having served this Corporation at its request, whether or not he is a Director or officer or is serving at the time such expenses or liabilities are incurred; provided that in such cases wherein the Director or officer is provided that in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties and also in the event of a settlement, before entry of judgment, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of this Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

ARTICLE IX  
BY-LAWS

The first By-Laws of this Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE X  
AMENDMENTS

Amendments to the Articles of Incorporation shall be first adopted in resolution form by majority vote of the Board of Directors, who shall direct in its proceedings that the proposed amendment be submitted to a vote of the shareholders either at an annual meeting or a special meeting called for that purpose. At the shareholders' meeting, the affirmative vote of the holders of a majority of shares entitled to vote shall be required for adoption of the proposed amendment.

ARTICLE XI  
SUBSCRIBER

The name and address of the Subscriber to these Articles of Incorporation is as follows:

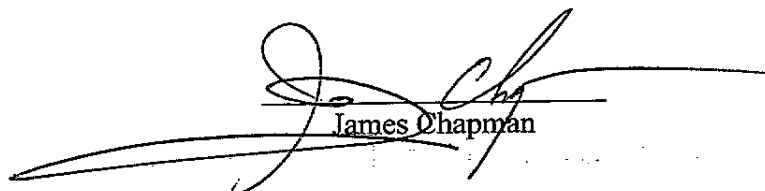
Name

James Chapman

ADDRESS

31465 US 19 N.  
Palm Harbor, Fl 34684

IN WITNESS WHEREOF, the Subscriber has hereunto affixed his signature on the 6th day of July, 2000.

  
James Chapman

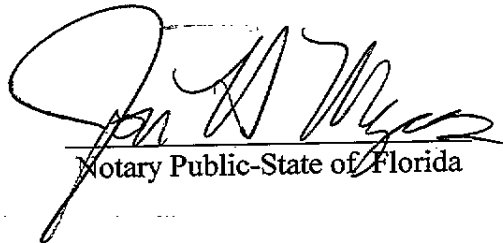
STATE OF FLORIDA )

COUNTY OF PINELLAS )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared James Chapman personally known to me known to be the person in and who executed the foregoing instrument for the purposes therein expressed.

Witness my hand and official seal in the County and State last aforesaid the 6th day of July, 2000.

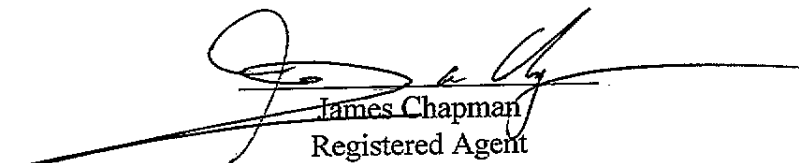


  
Notary Public-State of Florida

#### CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

I, James Chapman as Registered Agent for The Billboard Works Inc. do hereby agree to accept service of Process on behalf of the Corporation, to keep my office located at 31465 US 19 N. Palm Harbor, County of Pinellas, State of Florida, open during prescribed hours; and to post my name in some conspicuous place in the above-stated office as required by law.

DATED: July 6th, 2000

  
James Chapman  
Registered Agent