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Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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FLORIDA PROFIT CORPORATION OR P.A.

INTELLIGENT SIGNAGE OF SOUTH FLORIDA, INC.

Certificate of Status	0
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Prepared By:
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BRADY AND WITTERS, P.A.
608 Southeast 6th Street, #7
Ft. Lauderdale, FL 33301

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ARTICLES OF INCORPORATION

OF

INTELLIGENT SIGNAGE OF SOUTH FLORIDA, INC.

The undersigned incorporator, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is **Intelligent Signage of South Florida, Inc.** (the "Corporation").
- SECOND:** The principal office address and mailing address of the Corporation is 915 Middle River Drive, Suite 319, Fort Lauderdale, Florida 33304.
- THIRD:** The Corporation is authorized to issue 10,000 shares of common stock, par value \$.001 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is 608 Southeast 6th Street, Suite 7, Fort Lauderdale, Florida 33301 and the registered agent at that address is Heather D. Witters.
- FIFTH:** The name and address of the incorporator of the Corporation is: Helen R. Witters, 915 Middle River Drive, Suite 319, Fort Lauderdale, Florida 33304.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have one(1) director initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial director of the Corporation is: Helen R. Witters, 915 Middle River Drive, Suite 319, Fort Lauderdale, Florida 33304.
- EIGHTH:** The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from

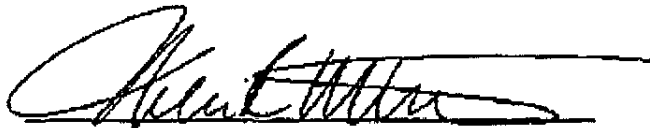
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time to time, relating to affiliated transactions.

NINTH: The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16th day of September, 2000.



Helen R. Witters, Incorporator

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ACCEPTANCE OF APPOINTMENT

OF

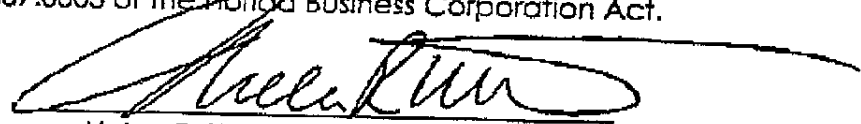
REGISTERED AGENT

OF

INTELLIGENT SIGNAGE OF SOUTH FLORIDA, INC.

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I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.



Helen R. Witters, Registered Agent

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