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Florida Graffiti Control, Inc.

2221 NE 164th Street #1107

North Miami Beach, FL 33160

Phone: (305) 654-0969 • Fax: (305) 949-1689

FILED

00 NOV -6 AM 10:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****78.75 *****78.75

Office of the Secretary of State
Corporations Division
409 East Gaines Street
Tallahassee, Florida 32399

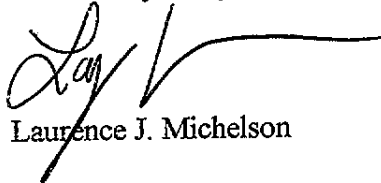
Re: Florida Graffiti Control, Inc.

Enclosed herewith are Articles of Incorporation together with a copy of said Articles for Florida Graffiti Control, Inc. and a check in the amount of \$78.75 to cover the following:

Filing Fee	\$35.00
Registered Agent	35.00
Certified copy	<u>8.75</u>

Total \$78.75

Yours Very Truly,



Laurence J. Michelson

encl. ck

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**ARTICLES OF INCORPORATION
OF
FLORIDA GRAFFITI CONTROL, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBER to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be: Florida Graffiti Control, Inc.

ARTICLE II

The corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation by and with the Department of State.

ARTICLE III

The corporation shall engage in any business or purpose lawful under the laws of Florida.

ARTICLE IV

The corporation is authorized to issue one hundred (100) shares of stock at \$5.00 par value which shall be designated as common stock.

ARTICLE V

The street address of the initial principal office of the corporation is 2221 NE 164th Street, #1107, N. Miami Beach, FL 33160.

ARTICLE VI

The name and address of the corporation's Registered Agent is Laurence J. Michelson, 2221 NE 164th Street, #1107, N. Miami Beach, FL 33160.

ARTICLE VII

The corporation shall have one director initially. The number of directors may either be increased or decreased from time to time by amendment to the By-Laws, but shall never be less than the number shown in this Article. The name and address of the initial director of this corporation is: Laurence J. Michelson, 2221 NE 164th Street, #1107, N. Miami Beach, FL 33160.

ARTICLE VIII

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and shareholders.

ARTICLE IX

The name and address of the corporation is Florida Graffiti Control, Inc., 2221 NE 164th Street, #1107, N. Miami Beach, FL 33160.

ARTICLE X

The corporation shall indemnify the officers or directors or any former officer or director to the full extent permitted by law.

ARTICLE XI

At each election for directors, every shareholder entitled to vote shall have the right to cumulate his votes by giving one candidate as many votes as the number of shares, or by distributing such votes on the same principle among any number of such candidates.

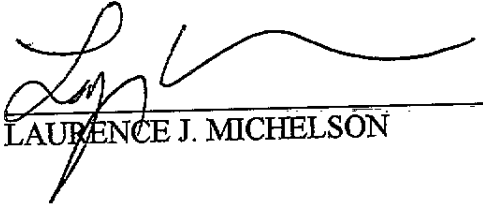
ARTICLE XII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or amendments hereto, and any right conferred upon the shareholders is subject to this reservation.⁸⁸

ARTICLE XIII

The members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.


IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of Incorporation on this 1 day of NOVEMBER, 2000.

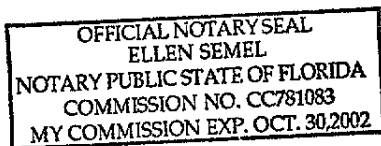

LAURENCE J. MICHELSON

STATE OF FLORIDA)
Miami - : ss.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 1 day of November, 2000, by LAURENCE J. MICHELSON, personally known to me or who produced _____ as identification.

Print Notary's name and
commission number


Notary Public State of Florida

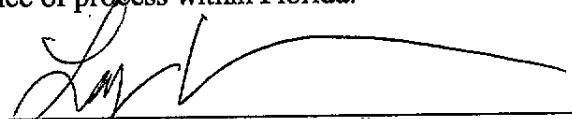


CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHICH
PROCESS MAY BE SERVED

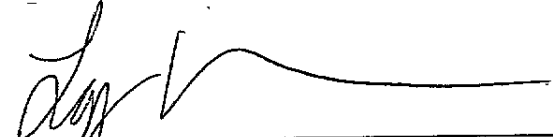
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CLERK OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that Florida Graffiti Control, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in North Miami Beach, State of Florida, has named Laurence J. Michelson, 2221 NE 164th Street, #1107, N. Miami Beach, FL 33160, as its agent to accept service of process within Florida.


LAURENCE J. MICHELSON, Incorporator

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.


LAURENCE J. MICHELSON