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(City, State, Zip)

(Phone #)

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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-11/27/00--01021--013

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OFFICE USE ONLY

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

1. MCKINNEY-BROWN ADVERTISING, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out ☐ Will wait

☐ Photocopy

☐ Certificate of Status

RECEIVED
00 NOV 27 AM 8:47
DIVISION OF CORPORATION

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

00 NOV 27 AM 10:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Examiner's Initials

ARTICLES OF INCORPORATION
OF
McKINNEY-BROWN ADVERTISING, INC.

FILED
00 NOV 27 AM 10:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation.

Article I

Name

The name of the corporation is **McKINNEY-BROWN ADVERTISING, INC.**

Article II

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

Article III

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV

Capital Stock

(a) **Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

(b) **Preemptive Rights.** Shareholders shall have no preemptive rights.

(c) **Cumulative Voting.** Cumulative voting shall not be permitted.

Article V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is **6709 S.W. 88th Street, #227, Miami, Florida 33156** and the name of the initial registered agent of this corporation at that address is **Jamie Lynn McKinney**.
The mailing address of this corporation is:

6709 S.W. 88th Street, #227, Miami, Florida 33156

Article VI

Directors

(a) Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, but shall never be less than one.

(b) Initial Director. The name and street address of the initial director of the corporation is:

Name	Street Address
Jamie Lynn McKinney, President	<u>6709 S.W. 88th Street, #227,</u> <u>Miami, Florida 33156</u>
Elizabeth Anne Brown, Vice President, Secretary and Treasurer	<u>6709 S.W. 88th Street, #227,</u> <u>Miami, Florida 33156</u>

(c) Compensation. The board of directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VII.

Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

Article VIII

Incorporator

The name and address of the Incorporator is **Jamie Lynn McKinney, 6709 S.W. 88th Street, #227, Miami, Florida 33156**

Article IX

Amendment

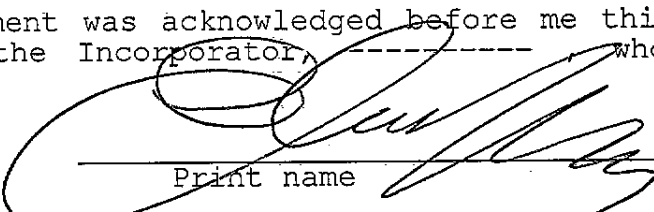
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders in subject to this reservation.

IN WITNESS WHEREOF, the Incorporator has executed these Articles this 22nd day of November, 2000.


Jamie Lynn McKinney

STATE OF FLORIDA)
COUNTY OF DADE)

The following instrument was acknowledged before me this 22 day of November, 2000, by the Incorporator, _____ who is personally known to me.


Print name



ELINA J. DIAZ
COMMISSION # CC 664304
EXPIRES AUG 26, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

Notary Public, State of
Florida

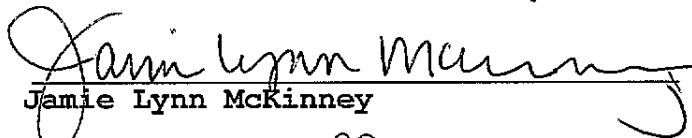
My Commission Expires:

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

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

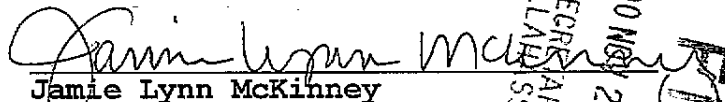
McKINNEY-BROWN ADVERTISING, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 6709 S.W. 88th Street, #227, Miami, Florida 33156 has named **Jamie Lynn McKinney** as its agent to accept service of process within Florida.

Incorporator:


Jamie Lynn McKinney

Dated: November 22, 2000

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 Provisions of all statutes relative to the proper and complete performance of my duties.


Jamie Lynn McKinney

Dated: November 22, 2000

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SECRETARY OF STATE
TALLAHASSEE
FLORIDA
FD-ED