LAW OFFICES

DELL GRAHAM, P.A.

POST OFFICE BOX 850

GAINESVILLE, FLORIDA 32602

(352) 372-4381

(FAX) 376-7415

September 3, 2002

L. WILLIAM GRAHAM RETIRED

JOE C. WILLCOX

W. HENRY BARBER, JR. RETIRED

> SAM T. DELL (1912-1992)

O3 N. E. 157 STREET

900007533369--1 -09/05/02--01023--001 *****70.00 *****70.00

Secretary of State Corporation Division P.O. Box 6327 Tallahassee, Florida 32314

Gentlemen:

JOHN D. JOPLING*

CARL B. SCHWAIT *

DAVID A. CORNELL

DAVID M. DELANEY

DALE J. PALESCHIC

ELIZABETH M. COLLINS

DONNA M. KEIM

ELLEN R. GERSHOWT

Please file the enclosed Articles of Incorporation of AMC of North Florida, Inc. A check in the amount of \$70.00 is enclosed to cover the filing fee. Please return the enclosed copy to our office showing the filing date. Thank you very much.

- - -

Sincerely,

Katie Moore, Secretary to Ellen R. Gershow

Enclosure

2002 SEP -5 PM 2: 34
SECTION OF STATE
FALLAHASSEE FLORIDA

Ja19102

2002 SEP -5 PM 2: 34

SEUMETANY OF STATE TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

AMC OF NORTH FLORIDA, INC.

ARTICLE I - NAME

The name of this corporation is: AMC OF NORTH FLORIDA, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of establishing an advertising agency and transacting -all other lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 3014 S. W. 98th Way, Gainesville, Florida 32608; and the name of the initial registered agent of this corporation at that address is: JOSEPH A. ALVAREZ.

ARTICLE VII - PRINCIPAL OFFICE

The initial mailing address of the principal office of this corporation in the State of Florida is 3014 S. W. 98th Way, Gainesville, Florida 32608.

The address of the registered office and the principal office of the Corporation are located at the same address.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors shall be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation are:

NAME

ADDRESS

JOSEPH A. ALVAREZ

3014 S. W. 98th Way Gainesville, Florida 32608

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is:

NAME

ADDRESS

JOSEPH A. ALVAREZ

Gainesville, Florida 32608

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation, this 3/ day of July, 2002.

Joseph A. Alvarez

2002 SEP -5 PM 2: 34

STATE OF FLORIDA COUNTY OF ALACHUA

SEGRETARY OF STATE TALLAHASSEE FLORIDA

alware

The foregoing instrument was acknowledged before me this day of July, 2002, by JOSEPH A. ALVAREZ.

	JANITA J. DALY
	ly Comm Exp. 4/28/04
(SINGUE) S	No. CC 905403
	Personally Known [] Other I.D.
	THE RESIDENCE OF THE PARTY OF T

)~	aù	Da !	L	21/	
NOTARY PL		State o	Flo	rida	at/Lar	ge
	Juanit	a J. 1	oaty			

Print, Type or Stamp Commissioned Name of Notary Public

Personally Known X OR Produced Identification	
Type of Identification Produced:	
() Current Florida Driver's License	-
() Other	

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I HEREBY ACCEPT appointment as Registered Agent for AMC OF NORTH FLORIDA, INC. on whom process may be served in the State of Florida. I am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.

DATED this 31 day of July, 2002.

Joseph A. Alvarez Registered Agent