

CAPITAL CONNECTION
Capital Connection

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FLORIDA
TALLAHASSEE

2004 JUL -1 AM 8:03

FLORIDA PROFIT CORPORATION OR P.A.

AERIAL ADVERTISING, INC.

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CAPITAL CONNECTION

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ALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
AERIAL ADVERTISING, INC.**

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

ARTICLE I: NAME

The name of the corporation is **AERIAL ADVERTISING, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is **7601 38th Avenue North, St. Petersburg, FL. 33710**

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand hundred (1,000) shares having a par value of one dollar (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is **Larry D. Goldstein, 7601 38th Avenue North, St. Petersburg, FL. 33710**

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ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL OFFICERS AND DIRECTORS

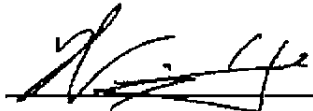
The name and address of the initial Officers and Directors of the corporation are, **William Bowman, Jr. - President, William Bowman, 3rd - VP/Secretary and Mallory Bowman - VP/Treasurer**, all located at 500 Cochise Trail, Chatsworth, GA 30705

ARTICLE VII: SPECIAL PROVISIONS

It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The undersigned has executed these Articles of Incorporation this 30th day of June 2004.

"Capital Connection by: Weimar Lopez, Client Representative"



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TALLAHASSEE FLORIDA

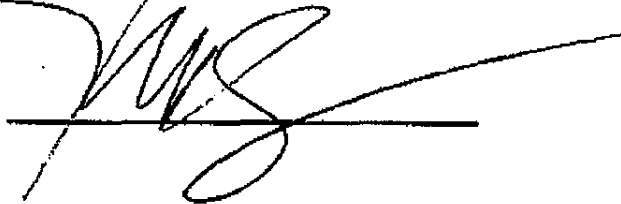
CERTIFICATE OF DESIGNATION**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: Aerial Advertising, Inc.
2. The name and street address of the registered agent and office is:

Larry D. Goldstein
7601 38th Avenue North
St. Petersburg, FL 33710

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THE CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



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