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NO. 439 P. 1

Florida Department of State  
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PYB SIGNS, INC.

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**EXHIBIT A**

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NO. 439,005-39702 3  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION**

of

**PYB Signs, Inc.**

**ARTICLE I**

**Name and Duration**

The name of the Corporation is PYB Signs, Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

**ARTICLE II**

**Principal Office**

The street address of the principal office of the Corporation is 627 N. Main Street, Kissimmee, Florida 24744.

**ARTICLE III**

**Registered Office and Agent**

The address of the registered office in the State of Florida is Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301. The name of the registered agent at such address is Corporation Service Company.

**ARTICLE IV**

**Corporate Purposes, Powers and Rights**

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

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ARTICLE V

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock ("Common Stock").

ARTICLE VI

Incorporators

The names and addresses of the incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
Marcela B. Stras	Baker & Hostetler LLP 1050 Connecticut Ave. NW Suite 1100 Washington, D.C. 20036

ARTICLE VII

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time as provided by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The following individuals are to serve as the initial directors:

Paul Stanley Franklin	627 N. Main Street Kissimmee, FL 24744
Yvonne Nita Franklin	627 N. Main Street Kissimmee, FL 24744
Barbara Anne Franklin	627 N. Main Street Kissimmee, FL 24744

ARTICLE VIII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not 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 Board of Directors.

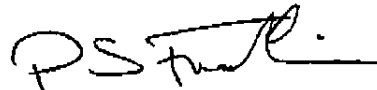
ARTICLE X

Indemnification

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

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED this 26 day of SEPT, 2006.



By: Paul Stanley Franklin  
President

**ARTICLES OF RESTATEMENT**

**OF**

**PYB Signs, Inc.**

To the Department of State  
State of Florida

Pursuant to the provisions of the Florida Business Corporation Act, the corporation hereinafter named PYB Signs, Inc. (the "corporation") does hereby restate its Articles of Incorporation [as heretofore amended].

1. The name of the corporation is PYB Signs, Inc.
2. The text of the Restated Articles of Incorporation of the corporation is attached hereto as Exhibit A and made a part hereof.

\* \* \* \* \*

**CERTIFICATE**

It is hereby certified that:

1. The attached Amended and Restated Articles of Incorporation does not contain any amendment to the Articles of Incorporation of the corporation requiring shareholder approval.
2. The Board of Directors of the corporation adopted the attached Amended and Restated Articles of Incorporation.

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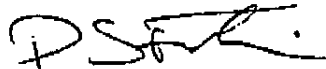
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\* \* \* \* \*

3. The effective date of these Articles of Restatement shall be OCTOBER 2, 2006.

Executed on SEPTEMBER 26, 2006

PYB SIGNS, INC.



Paul Stanley Franklin  
President

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