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JAMES C. TAYLOR
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August 9, 1995

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

RE: Express Signs of Pensacola, Inc.
Our File: CTB-651

Dear Sir:

Enclosed are an original and one duplicate copy of the Articles of Incorporation for the referenced corporation. Please file the original in your office and return a certified copy to this office.

Also enclosed is our check in the amount of \$122.50 to cover the fees for filing (\$35.00), certified copy (\$52.50) and registered agent designation (\$35.00).

Yours truly,


JAMES C. TAYLOR

JCT/lgi

Enclosures

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TAYLOR & VAN MATRE, P.A.

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ARTICLES OF INCORPORATION
OF
EXPRESS SIGNS OF PENSACOLA, INC.

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TALLAHASSEE, FLORIDA

The undersigned subscriber to these articles, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida, and under the following articles:

ARTICLE I.

Name

The name of this corporation shall be Express Signs of Pensacola, Inc.

ARTICLE II.

Address

The initial mailing address of the corporation and address of the principal office of the corporation is 301 Airport Boulevard, Pensacola, Florida 32503.

ARTICLE III.

Nature of Business

This corporation shall engage in any activity or business permitted under the laws of the United States or of the State of Florida.

ARTICLE IV.

Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of one class denoted as common stock having a nominal par value of \$1.00 per share.

ARTICLE V.

Term of Existence

This corporation is to exist perpetually.

ARTICLE VI.

Initial Registered Office and Agent

The street address of the initial registered office of this corporation in the State of Florida is 301 Airport Boulevard, Pensacola, Florida 32503, and the name of the initial registered agent is Patricia A. Morris.

ARTICLE VII.

Directors

The business of this corporation shall be managed and its corporate powers exercised by a board of one or more directors. The corporation shall have one director initially. The number of directors may be increased or decreased from time to time by by-laws adopted by the shareholders but there shall never be less than one.

ARTICLE VIII.

Initial Director and Officer

The name and post office addresses of the initial director and the corporate officer are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Gerald L. Brown	3405 Hillside Avenue Gulf Breeze, FL 32561	President
Patricia A. Morris	3711 Forest Glen Drive Pensacola, FL 32504	Secy./Treas.

ARTICLE IX
Incorporator

The name and residence address of the subscriber to these articles of incorporation are:

<u>NAME</u>	<u>ADDRESS</u>	
Gerald L. Brown	3405 Hillside Avenue Gulf Breeze, FL 32561	Sole Proprietor

ARTICLE X

Preemptive Rights

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

ARTICLE XI

Restrictions On Sale Of Stock

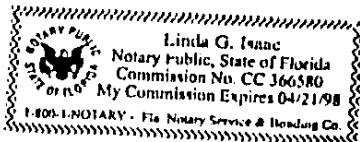
The corporation, and subject to the priority of the corporation, the remaining stockholders of the corporation shall have preference in the purchase of any shares of the capital stock of the corporation and any attempted sale of such shares of stock in violation of this provisions shall be null and void. In case a stockholder, his personal representatives, heirs, devisees, legatees, pledgees, assignees, receivers, trustee in bankruptcy, or any other person holding under or in privity with any stockholder desires to sell his shares of stock, he shall file notice in writing of such intention with the secretary of the corporation stating the terms of the bona fide offer which he

has received, and unless the terms of such offer are accepted by the corporation within ten (10) days, it shall be deemed to have waived its privilege of purchasing. In the event that the corporation is legally unable to purchase such stock or otherwise waives its privilege of purchasing, the secretary of the corporation shall mail written notice to all remaining stockholders, by certified mail, return receipt requested, advising them of the terms of such bona fide offer, and unless the terms of such offer are accepted by any or all of the other stockholders within ten (10) days from the date of mailing such notice, they shall be deemed to have waived their privilege of purchasing and the stockholders, or the person in privity with him, desiring to sell shall be at liberty to effect a sale upon the terms of such bona fide offer. No stockholder may cause the corporation or the remaining stockholders to waive their privilege of purchasing until such stockholder has received a bona fide offer for the purchase of such shares. Neither the corporation nor the remaining stockholders (collectively) may exercise their privilege of purchasing as to any shares of stock less than the total number of shares involved in such bona fide offer.


GERALD L. BROWN

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this
25th day of JULY, 1995, by Gerald L. Brown, who
acknowledged that he subscribed to those Articles, who produced
DRIVERS LIC. as identification.




Notary Public

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

Pursuant to Florida Statutes 48.091 and 607.0501, the
following is submitted in compliance with said Acts:

The undersigned 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 Express Signs of
Pensacola, Inc.

2. The name of the registered agent and office are:

Patricia A. Morris

301 Airport Boulevard

Pensacola, Florida 32503

Having been named to accept service of process for the above-
stated corporation at the place designated in this certificate, I
hereby accept the appointment as registered agent and agree to
act in this 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.

Patricia A. Morris

PATRICIA A. MORRIS - Resident Agent

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TALLAHASSEE, FLORIDA