

P96000000707

December 20, 1995

Secretary of State
Department of State
Division of Corporations
409 B. Gaines St.
P.O. Box 6327
Tallahassee, FL. 32314

Michael R. Whitehurst
800 Bay Esplanade
Clearwater, FL. 34630

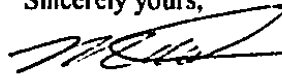
EFFECTIVE DATE
12/20/95

Re: Greater Bay Area Signs, Inc.
Articles of Incorporation

Dear Sir or Madam:

Please find enclosed herein for filing, the Articles of Incorporation of Greater Bay Area Signs, Inc. Also enclosed is a check in the amount of \$131.25 to cover the filing fee, Certified Copy & Certificate. Please file the enclosed Articles and return a certified copy of the same to the undersigned in the stamped, self addressed envelope enclosed. Your prompt cooperation is greatly appreciated.

Sincerely yours,


Michael R. Whitehurst

MRW/ccw
Enclosures

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Articles Of Incorporation

of

Greater Bay Area Signs, Inc.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby form a corporation for profit under the Florida General Corporation Act under the laws of the state of Florida.

Article I - Name of Corporation

The name of this corporation is: Greater Bay Area Signs, Inc.

Article II - General Nature of Corporation

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, State of Florida, or any other state, country, territory or nation

Article III - Capital Stock

A. The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 10,000 shares of common stock with a par value of \$1.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration of the issuance of such shares of capital stock may be paid, in whole or in part, in cash, or in other property (tangible or intangible), at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and non-assessable.

Articles IV - Term of Existence

The date when corporate existence shall begin is as of the date of execution of these Articles of Incorporation by the subscribers, and the corporation shall exist perpetually thereafter unless dissolved by law.

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Article V - Address of Corporation

The initial street address of the principle office of this corporation in the state of Florida will be 870 Bay Esplanade, Clearwater, Florida 34630. The Board of Directors shall have the power to establish branch offices, and to move the principal office to any other address in the state of Florida.

Article VI - Board of Directors

A. The initial number of Directors of this corporation shall be two (2) . The number of Directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one .

B. The names and street addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this corporation or until their successors are duly elected and qualified:

Name	Title	Address
Michael R. Whitehurst	President	870 Bay Esplanade Clearwater, Fl. 34630
Catherine C. Whitehurst	Secretary	870 Bay Esplanade Clearwater, Fl. 34630

C. Any Director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the stockholders, for any reasons

D. In case one or more vacancies shall occur in the Board of Directors by reasons of death, resignation or otherwise, the vacancies shall be filled by vote of the holders of a majority of stock entitled to vote thereon at the next annual meeting or at a special meeting called for the purpose of filling such vacancies.

Article VII - Incorporators

The name and address of incorporators to these Articles of Incorporation is :

Name	Address
Michael R. Whitehurst	870 Bay Esplanade Clearwater, Fl. 34630

Article VIII - By-Laws

A. The power to adopt the By-Laws of this corporation to alter, amend or appeal the By-Laws, or adopt new By-Laws shall be vested in the Board of Directors of this Corporation; provided however that any By-Law or ammendment thereto as adopted by the Board of Directors may be altered, amended or repealed by all of the stockholders entitled to vote thereon, or a new By-Law in lieu thereof may be adopted by vote of the stockholders.

B. The By-Laws of this Corporation shall be for the government of this Corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this Corporation, provided the same are not inconsistant with the provisions of these Articles of Incorporation, contrary to the laws of the State of Florida or of the United States.

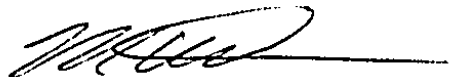
Article IX - Amendment

These Articles of Incorporation may be ammended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

Article X - Registered Agent

Michael R. Whitehurst, whose address is 870 Bay Esplanade, Clearwater, Fl. 34630, is authorized to accept service of process as registered agent for this corporation.

In Witness Whereof, the undersigned have hereunto set their hands and seals this 20th day of December, 1995.



Michael R. Whitehurst (seal)

State Of Florida
County Of Pinellas

The foregoing Instrument was acknowledged before me this 20th day of December, 1995, by Michael R. Whitehurst who is personally known to me or who have produced his Florida Driver's License No. as identification and who did take an oath.

Notary Public

My commission expires :



VERONICA M. DAVIS
MY COMMISSION # CC408138 EXPIRES
September 11, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

Acceptance of Designation as Registered Agent

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the designation to act in this capacity and agree to comply with the provisions of law relative to keeping open the corporation's office.

The undersigned is familiar with and accepts the duties and obligations of section 607.325, Florida Statutes.

Dated this 20th day of December, 1995


Michael R. Whitehurst

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA