CLOEPURATE ACCESS INC. CAMORT D-8(1) TALLAHASSEE, FL J2303 (904) 222-2666 (904) 1 Name Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): <del>anome 1.527</del>073 -05/17/96--01065--028 \*\*\*\*122.50 \*\*\*\*122.50 (Document #) (Corporation Name) (Document #) (Corporation Name) (Corporation Name) (Document #) Certified Copy Pick up time Walk in Certificate Will wait Mail out Photocopy 96 MAY 17 AH11: 3'9 96 AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/ Director NonProfit Change of Registered Agent **Limited Liability** Dissolution/Withdrawal **Domestication** Other Merger REGISTRATION/ OTHER FILINGS QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark

Other

Examiner's Initials

CR2E031(1/95)

# ARTICLES OF INCORPORATION OF MATSON ADVERTISING, INC.

FILED

96 HAY 17 PH 12: 52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

## ARTICLE I - NAME

The name of this corporation is Matson Advertising, Inc.

#### ARTICLE II - DURATION

This Corporation shall have perpetual existence commencing on date of incorporation.

## ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

## ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of no par value common stock, which shall be designated "Common Shares".

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of this Corporation is:

Douglas C. Roland, Esq. Bricklemyer Smolker & Bolves, P.A. 111 East Madison Street Suite 2400 Tampa, Florida 33602

## ARTICLE VI - CORPORATE ADDRESS

The street address of the Corporation is:

1304 DeSoto Avenue, Suite 400 Tampa, Florida 33606

## ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws.

#### ARTICLE VIII - BYLANS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

## ARTICLE IX - INDEMNIFICATION

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

## ARTICLE X - PREEMPTIVE RIGHTS

Every stockholder, upon the 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 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 - INCORPORATION

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

Douglas C. Roland, Esquire Bricklemyer Smolker & Bolves, P.A. 111 East Madison Street Suite 2400 Tampa, Florida 33602

## ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this // day of May, 1996.

Douglas C. Roland

## ACCEPTANCE BY REGISTERED AGENT

96 HAY 17 PH 12: 52 SECRETARY OF THE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVENDA STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN HIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 167 DAY OF MAY, 1996.

Douglas C. Roland