

120 HAYS STREET

JANUARY 11, 12:00 PM

00-2-00

00-2-00 TAX

800-222-8086

096000055603



networks

PROVIDE STATE  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 006533 4656E

AUTHORIZATION :

COST LIMIT : \$ 122.50

*Patricia Pyzdek*

ORDER DATE : July 1, 1996

ORDER TIME : 12:14 PM

ORDER NO. : 006533

CUSTOMER NO: 4656E

700001880537

CUSTOMER: Mr. Igal Knobler  
GREENBERG TRAURIG HOFFMAN  
LIPOFF ROSEN & QUENTEL  
111 North Orange Avenue  
Suite #2050  
Orlando, FL 32801

DOMESTIC FILING

NAME: PALM COAST FUNDING, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

EXAMINER'S INITIALS:

*ga*  
*7/1/96*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL -1 PM 3:31

**ARTICLES OF INCORPORATION  
OF  
PALM COAST FUNDING, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL -1 PM 3:31

**ARTICLE I - NAME**

The name of this corporation is PALM COAST FUNDING, INC.

**ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal place of business of the corporation is c/o Lowe Enterprises, Inc., 11777 San Vicente Boulevard, Suite 900, Los Angeles, California 90049. The mailing address of the corporation is c/o Lowe Enterprises, Inc., 11777 San Vicente Boulevard, Suite 900, Los Angeles, California 90049.

**ARTICLE III - AUTHORIZED SHARES**

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having no par value.

**ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the corporation is 1201 Hays Street, Tallahassee, Florida 32301. The initial registered agent of this corporation at that address is Corporation Service Company.

**ARTICLE V - INCORPORATOR**

The name and address of the incorporator is as follows:

**Name**

Betty J. Kenyon

**Address**

c/o Lowe Enterprises  
11777 San Vicente Boulevard,  
Suite 900  
Los Angeles, California 90049

ARTICLE VI - BOARD OF DIRECTORS

1. The number of members of the Board of Directors may be increased or diminished from time to time 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.

IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this 27<sup>th</sup> day of June, 1996.

Betty J. Kenyon  
Betty J. Kenyon, Incorporator

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

96 JUL -1 PM 3:31

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

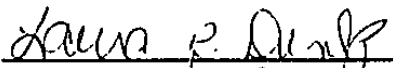
1. The name of the corporation is PALM COAST FUNDING, INC.
2. The name and address of the registered agent and office is:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

  
Betty J. Kenyon, Incorporator

Dated this 29<sup>th</sup> day of June, 1996.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

By:   
Print Name: Lauren R. D'AMICO  
Its: Agent

Dated this 1st day of July, 1996.



THE UNITED STATES  
CORPORATION  
COMPANY

P96000055603

ACCOUNT NO. : 072100000032

REFERENCE : 254044 4656E

AUTHORIZATION : *Patricia P. J. J.*

COST LIMIT : \$ 87.50

ORDER DATE : February 10, 1997

ORDER TIME : 10:09 AM

200002082822--3

ORDER NO. : 254044-005

CUSTOMER NO: 4656E

CUSTOMER: Ms. Saleesa Pope  
Greenberg Traurig Hoffman  
111 North Orange Avenue  
Suite #2050  
Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: PALM COAST FUNDING, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
97 FEB 10 PM 2:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
97 FEB 10 AM 10:59  
DIVISION OF CORPORATION

N. HENDRICKS FEB 10 1997

FILED  
97 FEB 10 PM 2:26  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

**FIRST: Amendments adopted:**

- "The name of the corporation is "PALM COAST OUTDOOR, INC."

**THIRD:** The date of the amendment's adoption is February 6, 1997.

The foregoing instrument has been executed this 6 day of February, 1997.

By: Betty J. Kenyon  
Print Name: Betty J. Kenyon  
Is: Secretary