

# P96000058461

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
96 JUL 11 AM 9:22  
TALLAHASSEE, FLORIDA

SUBJECT: PayPhone Advertising, Inc.  
(Proposed corporate name - must include suffix)

100001890891  
-07/11/96--01049--0005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: JAMES C. NAIRNE  
Name (printed or typed)

#230 - 8660 COLLEGE PARKWAY  
Address

FORE MYERS, FLORIDA 33919  
City, State & Zip

(941) 481-9700  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

400 7-12-96

ARTICLES OF INCORPORATION  
OF  
PAYPHONE ADVERTISING, INC.

FILED  
96 JUL 11 11 5:22  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be Payphone Advertising, Inc.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation shall be:

# 230 - 8660 College parkway  
Fort Myers, Florida 33919

ARTICLE III - DURATION

The corporation shall have perpetual existence, except that it may be dissolved as provided by law.

ARTICLE IV - PURPOSE

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

ARTICLE V - SHARES

The aggregate number of shares which the corporation is authorized to issue is ten million (10,000,000) shares of common stock at no par value. This corporation shall have only one class of stock.

ARTICLE VI - REGISTERED AGENT

The name and address of the initial registered agent is:

James C. Nairne  
# 230 - 8660 College Parkway  
Fort Myers, Florida 33919

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

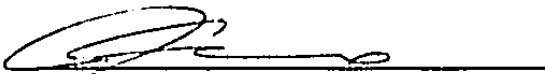
James C. Nairne  
# 230 - 8660 College Parkway  
Fort Myers, Florida 33919

ARTICLE VIII - POWERS AND AMENDMENT

The power to adopt, alter and amend or repeal the Bylaws of the corporation shall be vested with the Board of Directors and the shareholders.

The right to amend or repeal any provision in these Articles of Incorporation or any amendment to them is reserved.

The undersigned incorporator has executed these Articles of Incorporation this 5th day of July, 1996

  
James C. Nairne

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

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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

PRYSHAWNE ADVERTISING, INC.

2. The name and address of the registered agent and office is:

JAMES C. NAIRNE  
(NAME)

#230 - 8660 COLLEGE PARKWAY  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

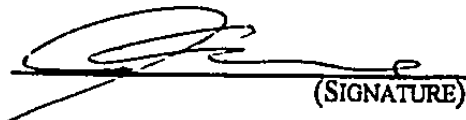
FORT MYERS, FLORIDA  
(CITY/STATE/ZIP)

RECEIVED  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

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*Having been named as registered agent and 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.*

  
(SIGNATURE)

7/5/96  
(DATE)