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TRANSMITTAL LETTER

96-458 15-Feb-81 8:50

DIVISION OF CORPORATION

[illegible]

(Proposed corporate name - must include suffix)

Additional Copy Required

Daytime Telephone number

FILED
95 AUG 15 AM 9:01
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE
WASHINGTON, D.C. 20535

DMC
8/15/96

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

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

MS2 Advertising, Inc.

ARTICLE II PRINCIPAL OFFICE

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

326 Maine Ave.
Panama City, FL 32401

PO Box 3602
Panama City, FL 32412

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

John W. Silcox, Jr.
326 Maine Ave.
Panama City, FL 32401

FILED
JUL 15 AM 9:00
TAMPA, FLORIDA

ARTICLE V INCORPORATOR(S)

See Instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Marilyn S. Silcox
326 Maine Ave.
Panama City, FL 32401

Martha M. Strange
4614 North Lakewood Dr.
Panama City, FL 32404

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

14th day of August, 19 96.

(An additional article must be added if an effective date is requested.)



Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**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: MS2 Advertising, Inc.

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

John W. Silcox, Jr.

(NAME)

326 Maine Ave.

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Panama City, FL 32401

(CITY/STATE/ZIP)

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)

8/14/96
(DATE)