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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: AD ARTS OF SOUTH FLORIDA, INC.

AUDIT NUMBER.....H96000012904

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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**ARTICLES OF INCORPORATION
OF
AD ARTS OF SOUTH FLORIDA, INC.**

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

ARTICLE ONE

NAME

The name of the corporation shall be:

Ad Arts of South Florida, Inc.

ARTICLE TWO

PRINCIPLE OFFICE

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

2649 NE 186th Terrace
N. Miami Beach, Fl 33180

ARTICLE THREE

CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at one time is one thousand shares of common stock with a par value of one dollar.

From: Steven Siegelau, C.P.A.
1700 University Drive
Suite 300
Coral Springs, Fl 33071
(954) 753.2222

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ARTICLE FOUR
INITIAL REGISTERED AGENT & ADDRESS

The name & address of the initial registered agent is:

Howard Antman
2649 NE 186th Terrace
N. Miami Beach, Fl 33180

ARTICLE FIVE
INCORPORATOR

The name and street address of the Incorporator is:

Howard Antman
2649 NE 186th Terrace
N. Miami Beach, Fl 33180

The undersigned has executed these Articles of Incorporation this
12th day of September, 1996.

Signature: Howard Antman

Date: Sept 13/96

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CERTIFICATE OF DESIGNATED REGISTERED AGENT

Pursuant to the provisions of section 607.0501 Florida Statutes, the undersigned Corporation, 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:

Ad Arts of South Florida, Inc.

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

Howard Antman
2649 NE 186th Terrace
N. Miami Beach, FL 33180

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Signature: Howard Antman

Date: Sept 13/96

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 accept the appointment as Registered Agent and agree to comply with the provisions of all the 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: Howard Antman

Date Sept 13/96

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