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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: OUTDOOR MEDIA INTERNATIONAL INCORPORATED

AUDIT NUMBER.....H96000014451

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

CERT. OF STATUS..0

PAGES..... 4

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2016-11-17/106
10/15/96

ARTICLES OF INCORPORATION

H9600001445

OF

OUTDOOR MEDIA INTERNATIONAL INCORPORATED

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

- FIRST:** The name of the Corporation is **OUTDOOR MEDIA INTERNATIONAL INCORPORATED** (the "Corporation").
- SECOND:** The street address of the initial principal office and mailing address of the Corporation is 6161 Blue Lagoon Drive, Suite 450, Miami, Florida 33126.
- THIRD:** The Corporation is authorized to issue 10,000 shares of common stock, par value \$.01 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the registered agent at that address is: B & C Corporate Services, Inc.
- FIFTH:** The name and address of the incorporator of the Corporation is: Linda C. Frazier, Esquire, Broad and Cassel, Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have four directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The name and address of the initial directors of the Corporation are:

Jose R. Diaz
151 Crandon Boulevard, #236
Key Biscayne, Florida 33149

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(305) 374-9400

Linda C. Frazier
Florida Bar Number 0990035
Broad and Cassel
Miami Center, Suite 3000
200 South Biscayne Boulevard
Miami, Florida 33131

H9600001445

Jorge W. Ceballos
13335 N.W. 8 Terrace
Miami, Florida 33182

H9600001445R

Alberto Chacin
5335 N.W. 106 Court
Miami, Florida 33178

Ernesto S. Guevara
CC Caribbean Plaza, #126 PB
Valencia, Venezuela

EIGHTH: The corporate existence of the Corporation shall commence on October 10, 1996.

NINTH: The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida Law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this ____ day of October, 1996.


Linda C. Frazier, Incorporator

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC.

By: Linda C. Frazier
Linda C. Frazier, Vice President

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REGISTERED AGENT FILING FEE: \$35.00

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State of Florida)
) SS:
County of Dade ;

I hereby certify that on January 11, 1995, before me, the subscriber, a Notary of the State of Florida, in and for the State of Florida, in and for the County of Dade, personally appeared Marcia G. Grayson and acknowledge the foregoing Articles of Incorporation to be his act.

Witness my hand and notarial seal, the day and year last above shown.

Jerelyn Turner
Notary Public

My Commission Expires:

(notarial seal)

JERELYN TURNER
Notary Public, State of Florida
My Commission Expires Dec. 3, 1996
Commission No. CC 244106

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