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networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 180728 4732152

AUTHORIZATION :

Patricia Pizitz

COST LIMIT : \$ 122.50

ORDER DATE : December 9, 1996

ORDER TIME : 12:16 PM

ORDER NO. : 180728-005

600002024076--2

CUSTOMER NO: 4732152

CUSTOMER: Ms. Brenda Stevens
GARTNER BROCK & SIMON

Suite 203
1660 Prudential Drive
Jacksonville, FL 32207

DOMESTIC FILING

NAME: INDOOR MARKETING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS: _____

FILED
96 DEC -9 AM 10:44
RECEIVED
SECRETARY OF STATE
FLORIDA
TALLAHASSEE, FLORIDA
PM 3:18

Dmc
12-10-96

FILED

ARTICLES OF INCORPORATION
OF
INDOOR MARKETING, INC.

96 DEC -9 AM 10:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name, Location and
Mailing Address of Principal Office

The name of the corporation is Indoor Marketing, Inc. The principal office and mailing address of this corporation is 7751 Belfort Parkway, Suite 350, Jacksonville, FL 32256.

ARTICLE II

Purpose

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States or the State of Florida.

ARTICLE III

Capital Stock

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 7751 Belfort Parkway, Suite 350, Jacksonville, Florida 32256, and the name of the initial registered agent of the corporation at that address is Edward E. Burr.

ARTICLE VI

Directors

This corporation shall initially have one director. The number of directors may be increased or decreased from time to time but shall never be fewer than one nor more than five. The name and street address of the member of the first Board of Directors of the corporation is:

<u>Name</u>	<u>Street Address</u>
Edward E. Burr	7751 Belfort Parkway, Suite 350 Jacksonville, FL 32256

ARTICLE VII

Incorporator

The name and street address of the incorporator of this corporation is Edward E. Burr, 7751 Belfort Parkway, Suite 350, Jacksonville, Florida 32256.

ARTICLE VIII

By-Laws

The initial By-Laws of this corporation shall be adopted by the directors. By-Laws may be adopted, amended or repealed in the manner provided in the By-Laws by either the shareholders or the directors.

ARTICLE IX

Restrictions on Transfer of Stock

The shareholders may, by By-Law provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

ARTICLE X

Director Compensation

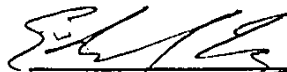
The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

ARTICLE XI

Indemnification

The Board of Directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

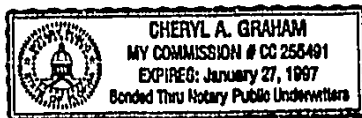
IN WITNESS WHEREOF, the incorporator has executed these Articles the 19th day of November, 1996.



Edward E. Burr
Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 19th day of November, 1996 by Edward E. Burr.





Notary Public, State of Florida

Print Name: CHERYL A. GRAHAM
My Commission Expires: 1-27-97

Personally known ☒ or produced identification: _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA
AND NAMING THE REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

Indoor Marketing, Inc., desiring to organize under the laws of the State of Florida as a corporation has named Edward E. Burr, whose maintains an office at 7751 Belfort Parkway, Suite 350, Jacksonville, Florida 32256 as its registered agent to accept service of process within this state, all in accordance with Section 607.034, Florida Statutes.

DATED this 19th day of November, 1996

By: 

Edward E. Burr, Incorporator

FILED
96 DEC -9
TALLAHASSEE
STATE
FLORIDA
PH10-43

A C C E P T A N C E

Having been named to accept service of process for the foregoing corporation, at the place designated in this certificate, and being familiar with the obligations of such position, I hereby agree to act in such capacity and agree to comply with the provisions of the laws of the State of Florida relative to maintaining such registered office.

DATED this 19th day of November, 1996.


Edward E. Burr