



THE UNITED STATES
CORPORATION
COMPANY

P97000041105

ACCOUNT NO. : 072100000032

REFERENCE : 359049 4346980

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia Pijet

ORDER DATE : May 8, 1997

ORDER TIME : 10:46 AM

ORDER NO. : 359049-010

CUSTOMER NO: 4346980

CUSTOMER: Ms. Felicia M. Twardock
KALISH & WARD

Suite 4100
101 East Kennedy Boulevard
Tampa, FL 33602

4000002171434-1

DOMESTIC FILING

NAME: STANDARD ADVERTISING
CORPORATION

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

FILED
97 MAY -8 PM 2:14
TALLAHASSEE, FLORIDA
RECEIVED
97 MAY -8 PM 12:17
OFFICE OF CORPORATION

Dmc
5-8-97

ARTICLES OF INCORPORATION
OF
STANDARD ADVERTISING CORPORATION

FILED

97 MAY -8 PH 2: 14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE 1

NAME

The name of this corporation shall be: **Standard Advertising Corporation.**

ARTICLE 2

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of this corporation shall be:

Crosswind Corporate Park
Post Office Box 460
Bridgeport, West Virginia 26330

ARTICLE 3

CAPITAL STOCK

1. **Authorized Capitalization.** The total number of shares of capital stock authorized to be issued by this Corporation shall be:

100,000 shares of common stock, par value \$.01 per share (the "Common Stock").

2. **Payment for Stock.** All or any part of the consideration for the issuance of the capital stock of this Corporation may be in cash, property or labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for that purpose, which consideration, in any event, shall not be less than the par value of the shares issued therefor. All stock when issued shall be fully paid and nonassessable.

3. **Voting.** The voting power of this Corporation shall be vested solely in the Common Stock. Holders of shares of Common Stock shall be entitled to one vote for each share of Common Stock. There shall be no cumulative voting in the election of directors.

4. **Dividends.** Any and all dividends are to be shared among the holders of shares of outstanding Common Stock on a share for share basis.

ARTICLES OF INCORPORATION OF
STANDARD ADVERTISING CORPORATION

PAGE 2

ARTICLE 4

REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this corporation shall be located at 101 E. Kennedy Boulevard, Suite 4100 Tampa, Florida 33602 and the initial registered agent of this corporation at such office shall be William Kalish. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE 5

BOARD OF DIRECTORS

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

ARTICLE 6

INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall consist of six (6) members, such members to hold office until his or her successors have been duly elected and qualify. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Ronald W. Hill	Post Office Box 460 Bridgeport, West Virginia 26330
Cynthia L. Hill	Post Office Box 460 Bridgeport, West Virginia 26330
James T. Brawley	Post Office Box 460 Bridgeport, West Virginia 26330
Marcia Allen Broughton	733 Myrtle Road Clarksburg, West Virginia 25314
Nelson E. Matthews, Jr.	3014 Dogwood Road Bridgeport, West Virginia 26330
C. David McMunn	Empire Building South 4th Street Clarksburg, West Virginia 26301

ARTICLES OF INCORPORATION OF
STANDARD ADVERTISING CORPORATION

PAGE 3

ARTICLE 7

INCORPORATOR

The name and street address of the incorporator making these Articles of Incorporation are:

Name

Address

William Kalish

101 E. Kennedy Boulevard
Suite 4100
Tampa, Florida 33602

ARTICLE 8

PURPOSES AND DURATION

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

ARTICLE 9

BY-LAWS

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

ARTICLE 10

AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

ARTICLE 11

AFFILIATED TRANSACTIONS

The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this corporation.

ARTICLES OF INCORPORATION OF
STANDARD ADVERTISING CORPORATION

PAGE 4

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED this 7th day of May, 1997.



WILLIAM KALISH

STANDARD ADVERTISING CORPORATION

FILED

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

97 MAY -8 PM 2:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, WILLIAM KALISH, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED this 7th day of May, 1997.


WILLIAM KALISH