

P970000041233

S

1:13 PM

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H97000007615 2)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: GREATER TAMPA ISUZU ADVERTISING ASSOCIATION,  
AUDIT NUMBER.....H97000007615  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 6  
CERT. COPIES.....1 DEL.METHOD.. FAX  
EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:  
help F1 Option Menu F2

NUM

Connect: 00:03:33

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY -8 AM 8:11

5/9



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 8, 1997

EMPIRE CORPORATE KIT COMPANY

SUBJECT: GREATER TAMPA ISUZU ADVERTISING ASSOCIATION  
REF: W97000010688

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The complete document was not received. Please refax the complete document, including the electronic filing cover sheet.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Becky McKnight  
Document Specialist

FAX Aud. #: H97000007615  
Letter Number: 797A00024699

H97000007615

6

ARTICLES OF INCORPORATION  
OF  
GREATER TAMPA ISUZU ADVERTISING ASSOCIATION, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY -8 AM 8:11

ARTICLE I  
Name and Address

The name of this corporation is GREATER TAMPA ISUZU ADVERTISING ASSOCIATION, INC., whose place of business is located at 121 North Osceola Avenue, Suite 300, Clearwater, Florida 34615.

ARTICLE II  
Duration

The term of existence of this corporation shall be perpetual.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV  
Capital Stock

This corporation is authorized to issue one thousand (1,000) shares at One Dollar(s) (\$1.00) par value common stock, which shall be designated "common shares". The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of the corporation may be issued as "small business corporation"

Frank C. Logan, Esq.  
121 N. Osceola Avenue  
Suite 300  
Clearwater, FL 34615  
(813) 447-7173  
FL Bar # 0048163

H97000007615

H97000007615

stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986.

All voting powers of this corporation shall be vested in the common stock above designated.

ARTICLE V  
Preemptive Rights

Any shareholder, upon the sale by the corporation for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI  
Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 121 North Osceola Avenue, Suite 300, Clearwater, Florida 34615 and the name of the initial registered agent of this corporation at that address is Frank C. Logan.

ARTICLE VII  
Initial Board of Directors and Officers

This corporation shall have three director(s) and/or officer(s) initially. The number of directors and/or officers may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:

H97000007615

H97000007615

<u>Name</u>	<u>Address</u>	<u>Office</u>
Frank C. Logan	121 N. Osceola Avenue Suite 300 Clearwater, FL 34615	President/ Director
Louise Pagan	121 N. Osceola Avenue Suite 300 Clearwater, FL 34615	Vice President/ Director
Donna C. Miller	121 N. Osceola Avenue Suite 300 Clearwater, FL 34615	Secretary/ Director

ARTICLE VIII  
Incorporators

The name and address of the person(s) signing these Articles  
is:

<u>Name</u>	<u>Address</u>
Frank C. Logan	121 North Osceola Avenue Suite 300 Clearwater, FL 34615

ARTICLE IX  
Bylaws

The power to adopt, alter, amend, or repeal Bylaws shall be  
vested in the Board of Directors and the shareholders.

ARTICLE X  
Shareholder Quorum and Voting

Fifty-one percent (51%) of the shares entitled to vote,  
represented in person or by proxy, shall constitute a quorum at a  
meeting of shareholders.

H97000007615

-3-

H97000007615

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XI  
Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, and, in addition to and not in limitation thereof, this corporation shall have the power to guarantee the performances of obligations of other persons, partnerships, corporations, or other entities.

ARTICLE XII  
Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII  
Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV  
Cumulative Voting

At each election for directors, every shareholder entitled to vote at such elections shall have the right to cumulate his votes

H97000007615

H97000007615

by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8th day of May, 1997.

FRANK C. LOGAN, Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, FRANK C. LOGAN, to me personally known or who has produced N/A as identification and who did take an oath, and known to me to be the individual described in and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Clemonville, said County and State, this 8th day of May, 1997.

Donna C. Miller  
Notary Public  
Print Name Donna C. Miller  
My Commission Expires NOV 5, 1998

NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC419645  
MY COMMISSION EXPIRES NOV. 5, 1998

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

ACKNOWLEDGMENT:

Having been named to accept service for process for GREATER TAMPA ISUZU ADVERTISING ASSOCIATION, INC. at the place designated in this Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of the Florida Corporation Act relative to keeping open said office.

FRANK C. LOGAN

H97000007615

-5-