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**MILLER & BROWNLESS, P.A.**

Attorneys at Law

97 JUN -6 AM 9:41

J. Jerome Miller  
Suzanne Brownless

415 Mountain Drive, Suite 3  
Destin, Florida 32541  
Telephone: (904) 837-3880  
Facsimile: (904) 837-8158

SECRET 1311-B Paul Russell Road  
TALLAHASSEE, FLORIDA  
Tallahassee, Florida 32301  
Telephone: (904) 877-5200  
Facsimile: (904) 878-0090

Please Reply To:

Destin Office

June 6, 1997

**VIA HAND DELIVERY**

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32301

Re: Expression Sign Works, Inc.

To Whom It May Concern:

Enclosed please find an original and one copy of the executed Articles of Incorporation, as well as the Acceptance of registered agent, in regard to the above-referenced corporation. Also enclosed is our check in the amount of \$122.50 to cover the fee in this respect. Upon filing, please return one copy of the Articles in the envelope provided.

Thank you for your assistance in this matter. If you should have any questions, please do not hesitate to contact me.

Sincerely,

*J. Jerome Miller*  
J. JEROME MILLER  
Attorney at Law

*Will wait*

JJM/jld  
Enclosures (as stated)  
cc: Renee Hamrick (w/o enc.)  
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ARTICLES OF INCORPORATION  
OF  
EXPRESSION SIGN WORKS, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this Corporation is Expression Sign Works, Inc.

ARTICLE II

DURATION

This Corporation shall have perpetual existence.

ARTICLE III

PURPOSE

This Corporation is organized for the purpose of conducting all lawful business.

ARTICLE IV

CAPITAL STOCK

The Corporation is authorized to issue 2,500 shares of \$1.00 par value common stock, which shall be designated "common shares".

## **ARTICLE V**

### **PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (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 415 Mountain Drive, Suite 3, Destin, Florida 32541, and the initial registered agent of this Corporation at that address is J. JEROME MILLER.

## **ARTICLE VII**

### **INITIAL BOARD OF DIRECTORS**

This Corporation shall have at least one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less

than one. The name and address of the initial director of this Corporation is:

RENEE HAMRICK  
4 Indian Bayou Drive  
Destin, Florida 32541

#### ARTICLE VIII

##### PRINCIPAL OFFICE

The principal office and mailing address of this Corporation is 401 Mountain Drive, Destin, Florida 32541.

#### ARTICLE IX

##### INCORPORATOR

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

RENEE HAMRICK  
4 Indian Bayou Drive  
Destin, Florida 32541

#### ARTICLE X

##### INDEMNIFICATION

The Corporation shall indemnify any officer or director, or

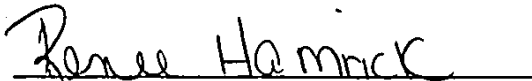
any former officer or director, to the full extent permitted by law.

#### ARTICLE XI

##### ACTION BY DIRECTORS OR SHAREHOLDERS WITHOUT A MEETING

The directors or shareholders of this Corporation may take action by written consent as provided by law.

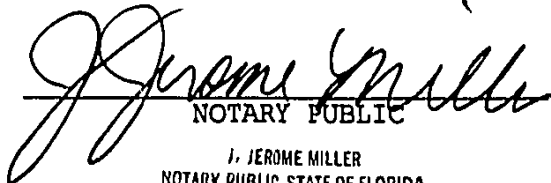
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5th day of June, 1997.

  
RENEE HAMRICK

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgments personally appeared RENEE HAMRICK who is personally known to me and who did take an oath, and who is the person who executed the foregoing Articles of Incorporation and acknowledged before me that she executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 5th day of June, 1997.

  
NOTARY PUBLIC

J. JEROME MILLER  
NOTARY PUBLIC, STATE OF FLORIDA  
My Comm. Expires June 5, 1999  
Comm. No. CC 465060

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ACCEPTANCE

97 JUN -6 AM 9:41

I hereby am familiar with and accept the duties, STATE  
responsibilities as registered agent for EXPRESSION WORKS, INC.  
FLORIDA

*J. Jerome Miller*  
J. JEROME MILLER  
Registered Agent

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgements personally appeared J. JEROME MILLER who is personally known to me and who did take an oath, and who is the person who executed the foregoing Acceptance and who acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this the 5th day of June, 1997.

*Rhonda Lea Foreman*  
NOTARY PUBLIC



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