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TINO GONZALEZ, P.A.

ATTORNEY AT LAW

111 SOUTH SCOTT STREET
MELBOURNE, FLORIDA 32901
(407) 725-8710

June 18, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Brevard Outdoor, Inc.

400002218734--4

Dear Sir/Madam:

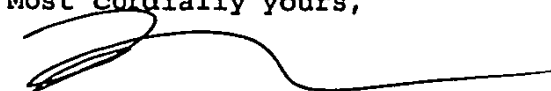
-06/20/97--01091--019
****122.50 ****122.50

Enclosed herein please find the Articles of Incorporation for filing for the above-referenced corporation along with our check in the amount of \$122.50 to cover the filing fees.

Please return the certified copy of the Articles of Incorporation to our office as soon as possible.

Should you have any questions, please do not hesitate to call us. Thank you.

Most cordially yours,



Tino Gonzalez

TG/jh
Enclosures

JUN 23

BSB

FILED
97 JUN 20 AM 10:26
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BREVARD OUTDOOR, INC.

FILED
97 JUN 20 AM 10:26
TALLAHASSEE STATE
FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation is BREVARD OUTDOOR, INC., whose principal office and mailing address is 4650 West New Haven Avenue, West Melbourne, Florida 32904.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon filing of these articles.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and street address of the initial Registered Office of this Corporation in the State of Florida shall be:

TAMMIE MCLELLAN
4650 West New Haven Avenue
West Melbourne, Florida 32904

ARTICLE VI - BOARD OF DIRECTORS

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

ARTICLE VII - INITIAL DIRECTORS

The name and street address of the initial director of this corporation is:

JOSEPH PRITCHETT
4650 West New Haven Avenue
West Melbourne, Florida 32904

The person named as the initial director shall hold office for the first year of existence of this corporation or until his successor is elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the sole incorporator is:

JOSEPH PRITCHETT
4650 West New Haven Avenue
West Melbourne, Florida 32904

ARTICLE IX - AMENDMENT

The shareholders shall have the power to adopt, amend, or repeal the Articles of Incorporation when proposed and approved at a shareholder's meeting with not less than a majority vote of the common stock.

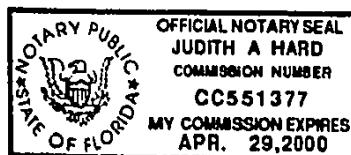
IN WITNESS WHEREOF, the undersigned, as sole incorporator, has executed the foregoing Articles of Incorporation on the 18th day of June, 1997.


JOSEPH PRITCHETT

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this
18th day of June, 1997 by JOSEPH PRITCHETT who is personally
known to me or who has produced personally known as
identification and who did take an oath.

Judith A. Hard
Notary Public
Print Name: Judith A. Hard
My Commission Expires:

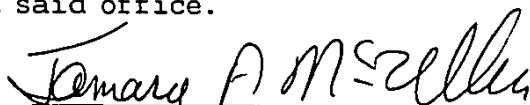


CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following
is submitted in compliance with said act:

FIRST: That BREVARD OUTDOOR, INC., desiring to organize
under the laws of the State of Florida, with its principal
office, as indicated in the Articles of Incorporation, in
Melbourne, Brevard County, Florida, has named TAMMIE MCLELLAN of
4650 West New Haven Avenue, West Melbourne, Florida 32904, as its
agent to accept service of process within the State.

ACKNOWLEDGMENT: Having been named to accept service of
process for the above stated corporation, I hereby accept to act
in this capacity and agree to comply with the provisions of said
act relative to keeping open said office.


TAMMIE MCLELLAN
Registered Agent

FILED
97 JUN 20 AM 10:26
TALLAHASSEE, FLORIDA