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OF COUNSEL
RICHARD T. JONES

January 13, 1998

Secretary of State
Bureau of Corporate Records
409 E. Gaines Street
PO Box 6327
Tallahassee, Florida 32314

Re: TRI-VISION ILLUMINATED, INC.

300002399863--3
-01/14/98--01066--015
****122.50 ****122.50

Dear Sir or Madam:

We are enclosing the following documents:

1. The original and a copy of the Articles of Incorporation for the above referenced corporation.
2. The original and a copy of the Registered Agent form showing *MICHAEL A. KANTZ* has accepted the fiduciary responsibility as Registered Agent of the Corporation.
3. Our general account check in the amount of \$122.50. This check represents: \$35.00 filing fee for Articles; \$52.50 for a certified copy thereof; and \$35.00 Registered Agent fee.

We would appreciate it if you would certify the copy of the Articles of Incorporation and return it to us with a Certificate of Incorporation.

Sincerely yours,


GARY C. SIMONS
For the Firm

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Enclosure

1/15/98 - YEM

ARTICLES OF INCORPORATION
OF
TRI-VISION ILLUMINATED, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
Name

The name of this Corporation is **TRI-VISION ILLUMINATED, INC.**

ARTICLE II
Duration

This Corporation shall exist perpetually commencing with the filing of these Articles of Incorporation.

ARTICLE III
Purpose

A. The purpose or purposes for which this Corporation is organized is to engage in the business of advertising signs and to do all other things incidental thereto or connected therewith that are not forbidden by the corporate laws of the State of Florida, the United States, or any foreign country.

B. To engage in any lawful business activity authorized by the statutes of the State of Florida and to have and to exercise all powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to said laws and all acts mandatory and supplemental thereto.

ARTICLE IV
Capital Stock

This Corporation is authorized to issue 7500 shares of common stock with a par value of \$1.00 each.

ARTICLE V
Principal Office

The principal office of this Corporation is: 901 Hickory Road, Ocala, Florida 34472.

ARTICLE VI
Initial Registered Agent

The name and street address of the initial registered agent are: MICHAEL A. KANTZ, 901 Hickory Road, Ocala, Florida 34472.

ARTICLE VII
Initial Board of Directors

This Corporation shall have three directors 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 names and addresses of the initial directors of this Corporation are:

1. Michael A. Kantz, 901 Hickory Road, Ocala, Florida 34472
2. Sherri A. Kantz, 901 Hickory Road, Ocala, Florida 34472
3. Christian A. Kantz, 901 Hickory Road, Ocala, Florida 34472.

ARTICLE VIII
Incorporators

The names and addresses of the persons signing these Articles of Incorporation are:

1. Michael A. Kantz, 901 Hickory Road, Ocala, Florida 34472
2. Sherri A. Kantz, 901 Hickory Road, Ocala, Florida 34472
3. Christian A. Kantz, 901 Hickory Road, Ocala, Florida 34472.

ARTICLE IX
By-Laws

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

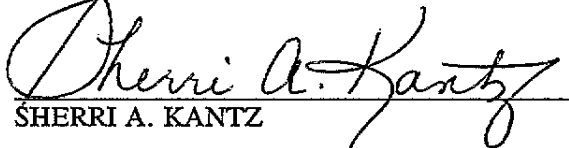
ARTICLE X
Amendment

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 13 day of January, 1998.



MICHAEL A. KANTZ



SHERRI A. KANTZ



CHRISTIAN A. KANTZ

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 13 day of January, 1998, by
MICHAEL A. KANTZ, who is personally known to me or who has produced _____
_____ as identification.



Gary C. Simons

Notary Public, State of Florida

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 13 day of January, 1998, by
SHERRI A. KANTZ, who is personally known to me or who has produced _____
_____ as identification.



Gary C. Simons

Notary Public, State of Florida

STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 13 day of January, 1998, by
CHRISTIAN A. KANTZ, who is personally known to me or who has produced _____
_____ as identification.



Gary C. Simons

Notary Public, State of Florida

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First--That **TRI-VISION ILLUMINATED, INC.**, a Florida corporation desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at the County of Marion, State of Florida, has named **MICHAEL A. KANTZ**, located at 901 Hickory Road, Ocala, Florida 34472, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


MICHAEL A. KANTZ
Resident Agent

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98 JAN 14 AM 9:20
TALAMON & STATE
TALLAHASSEE, FLORIDA