

P980000004556

WALZER & ASSOCIATES, INC.  
A Professional Accounting Firm  
8507 Forest City Road  
Orlando, Florida 32810  
(407) 299-0086 FAX (407) 298-3849

January 9, 1998

EFFECTIVE DATE

1/9/98

SECRETARY OF STATE  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

000002399870--1  
-01/14/98--01066--019  
\*\*\*\*122.50 \*\*\*\*122.50

RE: AERIAL IMPACT ADVERTISING, INC.

Dear Sir:

Enclosed please find the Articles of Incorporation and Certificate designating place of business and registered agent with regard to the above-referenced company. This is a new, for-profit corporation doing business in the State of Florida. It is my understanding that the filing fee is \$35.00, the registered agent fee is \$35.00, and the fee for obtaining a certified copy of the Articles of Incorporation is \$52.50. Therefore, I am enclosing a check in the amount of \$122.50 to cover these costs.

Thank you in advance for your assistance in this matter, and should you have any questions or if I can provide you with any additional information, please do not hesitate to contact me.

Sincerely,

Steven H. Walzer  
Enrolled Agent

SHW/af  
Enclosures

FILED  
98 JAN 14 AM 10:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1/15/98-4m

EFFECTIVE DATE  
1/9/98

ARTICLES OF INCORPORATION

OF

AERIAL IMPACT ADVERTISING, INC.

FILED  
98 JAN 14 AM 10:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is AERIAL IMPACT ADVERTISING, INC.  
the address is 1657 S. Kirkman Road, Suite 363, Orlando, Florida  
32811.

ARTICLE II - DURATION

This Corporation shall commence its existence on the 9TH day of  
January, 1998 with the filing of these Articles with the Secretary  
of State.

ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful  
activities or businesses permitted under the laws of the United  
States, the state of Florida, or any other state, country,  
territory, or nation.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares  
of One Dollar (\$ 1.00) par value common stock which shall be  
designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1657 S. Kirkman Road, Suite 363, Orlando, Florida 32811 and the name of the initial registered agent of this Corporation at that address is MICHAEL G. SMITH.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

MICHAEL G. SMITH  
President  
1657 S. Kirkman Road, Ste 363  
Orlando, Florida 32811

BOB ANDERSON  
Secretary/Treasurer  
2906 Monaco Court  
Orlando, Florida 32806

The names and addresses of the person signing these Articles is:

MICHAEL G. SMITH  
President  
1657 S. Kirkman Road, Ste 363  
Orlando, Florida 32811

BOB ANDERSON  
Secretary/Treasurer  
2906 Monaco Court  
Orlando, Florida 32806

ARTICLE VII - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 9<sup>TH</sup> day of JANUARY, 1998.

  
\_\_\_\_\_  
MICHAEL G. SMITH

  
\_\_\_\_\_  
BOB ANDERSON

ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY that on this 9<sup>TH</sup> day of JANUARY, 1998, personally appeared before me, the undersigned officers duly authorized to administer oaths and take acknowledgments, MICHAEL G. SMITH and BOB ANDERSON, well known and known to be the persons who executed the foregoing Articles of Incorporation, AERIAL IMPACT ADVERTISING, INC. and they acknowledged that they signed and executed the same for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Orlando, in said County and State, this 9<sup>TH</sup> day of JANUARY, 1998.



STEVEN H WALZER  
My Commission CC555960  
Expires Jul. 12, 2000

*[Signature]*  
NOTARY PUBLIC-STATE OF FLORIDA

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

IN COMPLIANCE with Section 48.091 of the Florida Statutes, the following is submitted:

First that AERIAL IMPACT ADVERTISING, INC. desiring to organize or qualify under the Laws of the State of Florida, its principal place of business in the City of Orlando, Florida has named MICHAEL G. SMITH, 1657 S. Kirkman Road, Suite 363, Orlando, Florida 32811 as its agent to accept service process within Florida.

*[Signature]*  
MICHAEL G. SMITH

Date: 1/9/98

*[Signature]*  
BOB ANDERSON

Date: 1/9/98

ACCEPTANCE

Having been named to accept service of process for the above-named Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

  
MICHAEL G. SMITH

Date: 1/9/98

98 JAN 14 AM 10:08  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 9TH day of JANUARY,  
1998, in said County and State.



STEVEN H. WALZER  
My Commission CC555980  
Expires Jul. 12, 2000

  
NOTARY PUBLIC-STATE OF FLORIDA

My Commission Expires: 7/12/2000