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TO: DIVISION OF CORPORATIONS

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

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FAX #: (305)541-3770

NAME: PHOENIX ADVERTISING, INC.

AUDIT NUMBER.....H98000002438

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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H98000002438  
ARTICLES OF INCORPORATION  
OF  
PHOENIX ADVERTISING, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PHOENIX ADVERTISING, INC.

The address of the principal office of this corporation shall be 2749 Siesta Drive, Unit C, Sarasota, Florida 34239 , and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousand shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the

Ralph L. Friedland, Esq.  
2033 Main Street, Suite 100  
Sarasota, Florida 34237  
Florida Bar Number 360813  
(941) 365-1980

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corporation shall be, 2033 Main Street, Suite 100 Sarasota, FL 34237 and the name of the initial registered agent of the corporation is Ralph L. Friedland, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

This corporation shall have two officers, initially. The name and the street address of the initial officers who shall hold office for the first year of the corporation, or until its successors is elected or appointed are:

President/: Salvatore R. Massa, Jr.  
1887 Oak Branch Drive  
Sarasota, Florida, 34232

Vice-President/  
Secretary/Treasurer Andrew R. Pilz  
5045 Midnight Pass Rd.  
Sarasota, Florida 34242

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

RALPH L. FRIEDLAND  
2033 MAIN STREET, SUITE 100  
SARASOTA, FL 34237  
(941)365-1980

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IN WITNESS WHEREOF, I have here unto set my hand and seal this February 4, 1998.

*Ralph L. Friedland*  
RALPH L. FRIEDLAND

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this February 4, 1998, by RALPH L. FRIEDLAND. He is personally known to me or has produced Florida D/K as identification.

My Commission expires:

*Sandra Perez*  
Notary Public  
SANDRA PEREZ  
My Comm Exp 7/21/00  
Bonded By Service Ins  
No. CC570972  
 Personally Known  Other

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN THE ARTICLES OF INCORPORATION OF PHOENIX ADVERTISING, INC.

RALPH L. FRIEDLAND, having a business office at 2033 Main Street, Suite 100, Sarasota, Florida and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

*Ralph L. Friedland*  
RALPH L. FRIEDLAND

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