### CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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# ARTICLES OF INCORPORATION OF STROUT SIGN POST, INC.

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#### **ARTICLE 1: NAME**

The name of this Corporation is: STROUT SIGN POST, INC.

#### **ARTICLE 2: DURATION**

This Corporation shall exist perpetually, commencing as of the date of acceptance and filing of these Articles by the Secretary of State of Florida.

#### **ARTICLE 3: PURPOSE**

This Corporation is organized for the purpose of transacting any and all lawful business.

#### ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 100,000 shares of \$1.00 par value common stock with full voting rights. This Corporation is also authorized to issue 100,000 shares of \$1.00 par value non-voting common stock.

## ARTICLE 5: INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 3076 Pine Street, Clearwater, FL. 33763.

#### ARTICLE 6: INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation is: Rick W. Sadorf, Esquire, of Lefter, Cushman & Wilkinson, P.A., 2623 McCormick Drive, Suite 105, Clearwater, FL. 33759.

#### ARTICLE 7: INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one (1) director. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial director of this Corporation is:

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NAME

**ADDRESS** 

JAMES L. STROUT

3076 Pine Street Clearwater, FL. 33763

#### **ARTICLE 8: INCORPORATOR**

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

NAME

<u>ADDRESS</u>

JAMES L. STROUT

3076 Pine Street Clearwater, FL. 33763

#### **ARTICLE 9: PREEMPTIVE RIGHTS**

Each holder of the common stock of this Corporation shall have the first right (subject to adjustments to avoid the issuance of fractional shares) to purchase shares of any other securities that this Corporation may issue from time to time, whether or not such shares are presently authorized, including shares from the treasury of this Corporation, in the ratio that the number of shares of common stock held by such shareholder at the time of the issue bears to the total number of shares of common stock then outstanding. This right is waived by any holder of the common stock who does not exercise it and pay for the stock available for purchase pursuant to such preemptive rights, within 30 days of his receipt of a written notice from this Corporation inviting him to exercise such right.

#### ARTICLE 10: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE 11: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

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#### **ARTICLE 12: 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 under	rsigned has executed these Articles of Incorporation this
18 day of May 1998	$\bigcirc$
·	
	James Street
	JAMES L. STROUT
	Incorporator

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this \_\_/ &\_\_ day of May, 1998, by James L. Strout, who is personally known to me \( \mathbb{Z} \) or who has produced \_\_\_\_ \( \mathbb{L} \) as identification \( \mathbb{L} \) and who did not take an oath.

NOTARY PUBLIC -STATE OF FLORIDA AT LARGE

Printed Name of Notary Public My Commission Expires:



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#### ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 18th day of MA

\_\_\_\_, 19**\_78** 

Rick W. Sadorf, Esquire

Registered Agent