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P98000082389

September 19, 1998

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines
Tallahassee, Florida 32399

200002644982--5
-09/21/98--01115--001
*****70.00 *****70.00

Re: Advertrailer Network Sales, Inc.

Dear Sir/Madam:

Enclosed are the Articles of Organization for Advertrailer Network Sales, Inc. together with a check in the amount of \$70.00 for the filing fees. Please stamp and return a copy in the enclosed envelope. Thank you.

Very truly yours,

Marian Pearlman Nease

MARIAN PEARLMAN NEASE
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 21 AM 10:40

9-23
WS

ARTICLES OF INCORPORATION
OF

ADVERTRAILER NETWORK SALES, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 21 AM 10:40

ARTICLE I

The name of the corporation ("Corporation") is ADVERTRAILER NETWORK SALES, INC.

ARTICLE II

The existence of the corporation shall begin on the date of its incorporation by the State of Florida.

ARTICLE III

The street address of the principal office of the Corporation is 3347 N.W. 53rd Circle, Boca Raton, Florida 33496.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is One Thousand (1000), \$1.00 par value, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 5355 Town Center Road, Suite 801, Boca Raton, Florida 33486. The initial registered agent for the Corporation at that address is Marian Pearlman Nease.

ARTICLE VI

The initial board of directors shall consist of one member. The

name and address of the person who will serve on the initial board of directors is:

Name	Address
Richard Fagin	3347 N.W. 53rd Circle Boca Raton, Florida 33496

ARTICLE VII

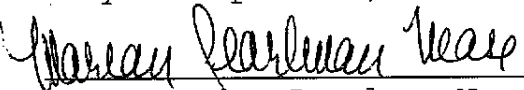
The name and street address of the person signing these articles of incorporation is:

Name	Address
Marian Pearlman Nease	5355 Town Center Road Suite 801 Boca Raton, Florida 33486

ARTICLE VIII

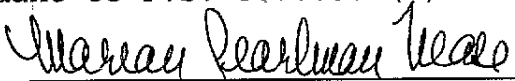
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 18th day of September, 1998.


Name: Marian Pearlman Nease

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ADVERTAILER NETWORK SALES, INC., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


Name: Marian Pearlman Nease

Date: September 18, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 21 AM 10:41