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JAMES S. GANTHER

December 23, 1998

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

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-12/28/98--01132--002
*****70.00 *****70.00

Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation
Electronic Billboard, Inc.

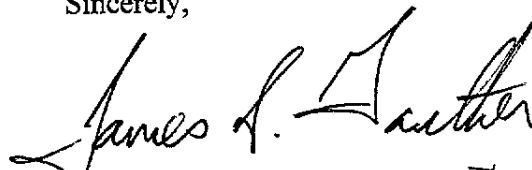
Dear Sir or Madam:

Enclosed please find Articles of Incorporation for Electronic Billboard, Inc., along with a check in the amount of \$70.00 for the filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles of Incorporation. Please date-stamp and return this copy to me in the enclosed self-addressed, stamped envelope.

Thank you for your attention to this matter.

Sincerely,


James S. Ganther

JSG:slb
enclosures

electronic.state.ltr

FILED
98 DEC 28 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ELECTRONIC BILLBOARD, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I
Name

The name of the corporation is ELECTRONIC BILLBOARD, INC.

ARTICLE II
Principal Office

The address of the initial principal place of business of the corporation is 19825 Wyndham Lakes Drive, Odessa, Florida 33556. The initial mailing address of the corporation is 19825 Wyndham Lakes Drive, Odessa, Florida 33556.

ARTICLE III
Stock

The number of shares of stock the corporation is authorized to have outstanding at any one time is ten thousand (10,000) shares, all of which shall be common shares in one class only, each with a par value of \$0.01 per share.

ARTICLE IV
Initial Registered Agent and Address

The Registered Agent of the corporation is James S. Ganther, Esquire, and the registered address is 101 E. Kennedy Blvd., Suite 1030, Tampa, Florida 33602.

ARTICLE V
Purpose

The purpose for which the corporation is organized is to engage in any legal business.

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TALLAHASSEE, FLORIDA


**ARTICLE VI
Management**

The business of the corporation shall be managed by a board of directors elected by the shareholders in accordance with the Bylaws of the corporation.

**ARTICLE VII
Incorporator**

The name and street address of the incorporator is as follows: Randall R. Sheldon, 19825 Wyndham Lakes Drive, Odessa, Florida 33556.

The undersigned has executed these Articles of Incorporation this 23rd day of December, 1998.



RANDALL R. SHELDON
Incorporator

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in the certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as Registered Agent, this 23rd day of December, 1998.



JAMES S. GANTHER
Registered Agent