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## FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

May 28, 1999

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ATTORNEYS TITLE

SUBJECT: FLORIDA OUTDOOR NEWS, INC. Ref. Number: W99000012595

We have received your document for FLORIDA OUTDOOR NEWS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6919.

Beth Register Corporate Specialist Supervisor

Letter Number: 299A00029615

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## ARTICLES OF INCORPORATION OF FLORIDA OUTDOOR NEWS, INC.

The undersigned, acting as sole Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

- FIRST: The name of the corporation is FLORIDA OUTDOOR NEWS, INC.
- SECOND: The period of its duration is perpetual.
- THIRD: The purpose of the corporation is to engage in any activities or business permitted under the laws of the United States and Florida.
- FOURTH: The corporation shall have authority to issue TEN THOUSAND (10,000) SHARES, all of one Class, One Dollar (\$1.00) par value.
- FIFTH: The street address of the principal office and the mailing address of the corporation is 1489 S.W. Dyer Point Road, Palm City, Florida 34990.
- SIXTH: The street address of its initial registered office is 1489 S.W. Dyer Point Road, Palm City, Florida 34990 and the name of its initial registered agent at said address is Richard GRLE TERTER.
- SEVENTH: The number of Directors constituting its initial Board of Directors is two (2) whose names and addresses are as follows:

Richard Gale Porter 1489 S.W. Dyer Point Road Palm City, FI 34990

Michi A. Porter 1489 S.W. Dyer Point Road Palm City, FI 34990

FILED

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SECRETARY OF STATE

TALLAHASSEE, FLORIDA

EIGHTH: The name and address of the Incorporator is as follows:

Richard Gale Porter 1489 S.W. Dyer Point Road Palm City, FI 34990

## NINTH: Preemptive Rights

- A. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited cash, other property, services, the acquisition of other corporations, shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.
- B. This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class.

- C. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the share-holders of the corporation.
- D. These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription on purchase any stock of the corporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation on the \_\_\_\_\_\_ day of May, 1999.

RICHARD GALE PORTER

STATE OF FLORIDA COUNTY OF MARTIN

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The foregoing instrument was acknowledged before me this 27 day of May, 1999, by RICHARD GALE PORTER.

(Signature of Alotary Public - State of Florida)

(Exactly as commissioned)



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(Exactly as commissioned) Personally (hown	
Personally known or produced identification	a · .
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## CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.0501 Florida Statutes, the following is submitted:

That FLORIDA OUTDOOR NEWS, INC. desiring to organize or qualify under the laws of the state of Florida, with its principal place of business at 1489 S.W. Dyer Point Road, Palm City, Florida 34990 has named RICHARD GALE PORTER as its agent to accept service of process within Florida.

**RICHARD GALE PORTER** Title: INCORPORATOR

Date: May <u>26</u>, 1999

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I acknowledge that I am familiar with, and accept, the provisions of that position.

RICHARD GALE PORTER

Date: May 26 , 1999



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