

ALEXANDER
& CO., INC.

ACCOUNTING, TAXES AND FINANCIAL CONSULTING

P99000072289

July 28, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

FILED
99 AUG -9 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

Enclosed are the Articles of Incorporation for BLUE HERON SPECIALTY
ADVERTISING, INC. and a check for \$122.50 to cover the following:

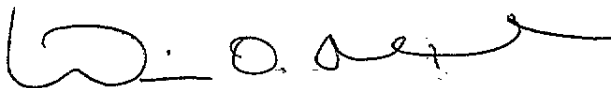
Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy of	
Articles of Incorporation	<u>52.50</u>

\$122.50

400002954824--1
-08/09/99-01144-011
****122.50 *****78.75

Thank you for your attention to this matter.

Very truly yours,



William O. Alexander

Enclosures

8-13
WS

ARTICLES OF INCORPORATION

The undersigned, acting as incorporators under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation:

1. The name of the corporation is BLUE HERON SPECIALTY ADVERTISING, INC. whose mailing address is 16472 Turnbury Oak Drive, Odessa, FL 33556.
2. The period of its duration is perpetual.
3. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.
4. The corporation shall have authority to issue 1000 shares, all of one class, \$1.00 par value.
5. The address of its initial registered office is 16472 Turnbury Oak Drive, Odessa, Florida 33556 and the name of the registered agent at said address is Scott Robinson.
6. The number of directors constituting its initial Board of Directors is two (2) whose names and addresses are:



NAME	ADDRESS
Scott Robinson	16472 Turnbury Oak Drive Odessa, FL 33556
Carol Ross	16472 Turnbury Oak Drive Odessa, FL 33556

7. The names and addresses of the incorporators are:

NAME	ADDRESS
Scott Robinson	16472 Turnbury Oak Drive Odessa, FL 33556
Carol Ross	16472 Turnbury Oak Drive Odessa, FL 33556

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SIGNATURE OF INCORPORATORS

I, Scott Robinson accept the designation as registered agent for
BLUE HERON SPECIALTY ADVERTISING, INC.

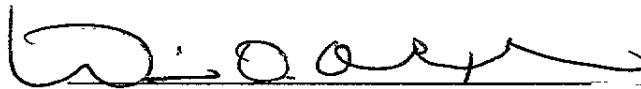


SCOTT ROBINSON

Dated July 28, 1999

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Before me, the undersigned authority, personally appeared Scott Robinson and Carol Ross who are well known to be the persons described in and who subscribed the above Articles of Incorporation, and they do freely and voluntarily acknowledge before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Tampa, Florida in said county, state this 28th day of July, 1999.



William O. Alexander
MY COMMISSION # CC692487 EXPIRES
November 14, 2001
BONDED THRU TROY FAIN INSURANCE, INC.