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November 10, 1999

\*Also admitted in Georgia

EFFECTIVE DATE  
12-1-99

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

400003042664--3  
-11/12/99-01072-002  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Subject: Whitsell & Kennison, Inc.

To Whom It May Concern:

Enclosed is an original and one (1) copy of the Articles of Incorporation of Whitsell & Kennison, Inc. and a check for \$87.50 for the filing fee, certified copy and certificate of status. Please return the certified copy and certificate of status to my attention at the above address.

Thank you for your assistance with this matter.

Very truly yours,



Beth Kennison  
Legal Assistant

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1999 NOV 12 AM 11:28

FILED

A. Howell NOV 15 1999

**EFFECTIVE DATE**  
12-1-99

**FILED**

1999 NOV 12 AM 11: 28

**ARTICLES OF INCORPORATION OF  
WHITSELL & KENNISON, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following articles of incorporation for such corporation.

ARTICLE I. NAME

The name of the corporation is Whitsell & Kennison, Inc.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on December 1, 1999.

ARTICLE III. PURPOSE

The specific purpose of this corporation is a media consulting business, and this corporation may engage in every aspect and phase of media consulting.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having par value of \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of the corporation is 226 Oceanforest Drive North, Atlantic Beach, Florida, and the name of the initial registered agent at that address is John P. Kennison. The address of the principal office of the corporation is 226 Oceanforest Drive North, Atlantic Beach, Florida.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time, as provided by the Bylaws. The name and street address of the initial directors are:

John P. Kennison  
226 Oceanforest Drive North  
Atlantic Beach, FL 32233

Carrie A. Whitsell  
11838 Valley Garden Drive  
Jacksonville, Florida 32225

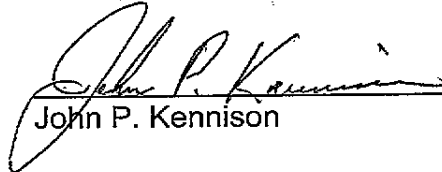
ARTICLE VII. INCORPORATORS

The name of the incorporators signing these Articles of Incorporation are: John P. Kennison, 226 Oceanforest Drive North, Atlantic Beach, FL 32233 and Carrie A. Whitsell, 11838 Valley Garden Drive, Jacksonville, Florida 32225. The incorporators of the corporation assigned to this corporation the rights under the pertinent provisions of the Florida Statutes to constitute a corporation, and assigns to those persons designated by the Board of Directors any rights they may have as incorporator which require any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon a shareholder is subject to this reservation.


IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 8th day of November, 1999.

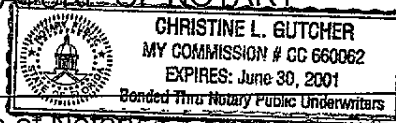
  
\_\_\_\_\_  
John P. Kennison

Sworn to and subscribed before me this 8th day of November, 1999.  
Such person did take an oath and: (Notary must check applicable box).

- ☒ is/are personally known to me.
- ☐ produced a current Florida driver's license as identification.
- ☐ produced \_\_\_\_\_ as identification.

{Notary Seal must be affixed}

  
\_\_\_\_\_  
SIGNATURE OF NOTARY



Name of Notary (Typed, Printed or Stamped)

Commission Number \_\_\_\_\_

[if not legible on seal]

My Commission Expires: \_\_\_\_\_

Carrie A. Whitsell

Carrie A. Whitsell

Sworn to and subscribed before me this 8<sup>th</sup> day of November, 1999.  
Such person did take an oath and: (Notary must check applicable box).

- ☒ is/are personally known to me.
- ☐ produced a current Florida driver's license as identification.
- ☐ produced \_\_\_\_\_ as identification.

{Notary Seal must be affixed}

Christine L. Gutcher

SIGNATURE OF NOTARY



Name of Notary (Typed, Printed or Stamped)

Commission Number \_\_\_\_\_

[if not legible on seal]

My Commission Expires: \_\_\_\_\_

FILED

1999 NOV 12 AM 11: 28

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

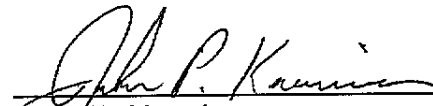
**ACCEPTANCE OF DESIGNATION**

Pursuant to Chapter 48.901, Florida Statutes, the following is submitted:

1. That Whitsell & Kennison, Inc. desires to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation at Jacksonville, Duval County, Florida and has named John P. Kennison, 226 Oceanforest Drive North, Atlantic Beach, Florida 32233, as its agent to accept service of process within this state.

2. Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity and comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office.

Dated this 8<sup>th</sup> day of November, 1999.

  
\_\_\_\_\_  
John P. Kennison  
Registered Agent