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**KIEVIT, KELLY & ODOM
ATTORNEYS AT LAW**

ROBERT W. KIEVIT
JOHN BARRY KELLY II
BRADLEY S. ODOM
MICHAEL J. STEBBINS
STEPHEN G. WEST
DEBRA D. COOPER

PLEASE REPLY TO:

15 WEST MAIN STREET
PENSACOLA, FLORIDA 32501
TELEPHONE (850) 434-3527
FAX (850) 434-6380
KKO@PCOLA.GULF.NET

FRANCIS BAYLEY
475 HARRISON AVENUE
PANAMA CITY, FLORIDA 32401
TELEPHONE (850) 784-4770
FAX (850) 784-9033
KKO@PANAMA.GULF.NET

FT. WALTON BCH (850) 243-9099

December 20, 1999

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*****78.75 *****78.75

Florida Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Vista Outdoor Advertising, Inc.

Gentlemen:

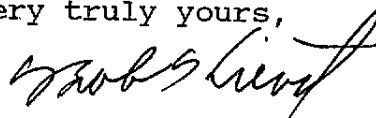
Enclosed for filing and approval are the original and a copy of Articles of Incorporation of the above-referenced corporation.

Also enclosed is our check in the amount of \$78.75 filing fee and for a certified copy.

Please acknowledge and return the certified copy to me.

Thank you for your attention to this matter.

Very truly yours,



Robert W. Kievit

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FILED
99 DEC 21 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2-28-00

ARTICLES OF INCORPORATION
OF
VISTA OUTDOOR ADVERTISING, INC.

FILED
99 DEC 21 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 shall be Vista Outdoor Advertising, Inc.

ARTICLE II. PRINCIPAL OFFICE

The initial principal office of the corporation shall be located at, and the mailing address of the corporation shall be, 5051 Challenger Way, Pensacola, Florida 32507.

ARTICLE III. TERM OF EXISTENCE

The corporation is to exist perpetually commencing on the date of filing of these Articles by the Department of State.

ARTICLE IV. CAPITAL STOCK

The corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V. INITIAL REGISTERED AGENT AND ADDRESS

The initial registered agent of the corporation is the law firm of KIEVIT, KELLY & ODOM, P.A., 15 West Main Street, Pensacola, Florida, 32501.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles is Stephen D. Blackshear, 5051 Challenger Way, Pensacola, Florida 32507.

ARTICLE VII. DIRECTORS

The corporation shall initially have one director. The number of directors may be increased or decreased from time to time by the bylaws. The initial director of the corporation shall be Stephen D. Blackshear, whose address is set forth above.

ARTICLE VIII. AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

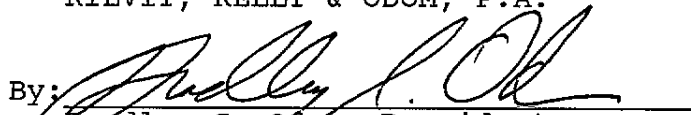
The undersigned incorporator has executed these Articles of Incorporation this 17th day of December, 1999.


Stephen D. Blackshear

Having been named to accept the service of process for the above-stated corporation, at the place designated in this Certificate, the law firm of Kievit, Kelly & Odom, P.A., by its undersigned President, agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 20th day of December, 1999.

KIEVIT, KELLY & ODOM, P.A.

By: 
Bradley S. Odom, President

RWK:skh:December 13, 1999

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