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ACCOUNT NO. : 072100000032

REFERENCE : 599805 6457A

AUTHORIZATION : *Patricia Figs*

COST LIMIT : \$ 87.50

FILED
MAY 29 PM 1:21
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : May 29, 2002

ORDER TIME : 11:16 AM

ORDER NO. : 599805-005

500005637845--8

CUSTOMER NO: 6457A

CUSTOMER: Ms. Dale Barnett
Arnold Matheny & Eagan, P.a.
Suite 201
801 N. Magnolia Avenue
Orlando, FL 32803

FOREIGN FILINGS

BK

NAME: NW SIGN INDUSTRIES OF NORTH CAROLINA, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX CERTIFICATE OF GOOD STANDING

RECEIVED
02 MAY 29 PM 12:14
DIVISION OF CORPORATION

CONTACT PERSON: Ginger Simmons -- EXT# 1139

EXAMINER: _____

TRANSMITTAL LETTER

02 MAY 29 PM 1:21
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: NW Sign Industries of North Carolina, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Arthur R. Louv
(Name of Person)
Arnold Matheny & Eagan, P.A.
(Firm/Company)
801 N. Magnolia Avenue, Suite 201
(Address)
Orlando, Florida 32803
(City/State and Zip code)

For further information concerning this matter, please call:

Arthur R. Louv at (407) 841-1550
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- ~~\$78.75 Filing Fee & Certificate of Status & Certified Copy~~ \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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FLORIDA

1. NW Sign Industries of North Carolina, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. North Carolina 3. 22-3774871
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. January 5, 2001 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 120 Cascade Drive, N.W., Concord, North Carolina 28027
(Principal office address)

120 Cascade Drive, N.W., Concord, North Carolina 28027
(Current mailing address)

8. Any and all lawful business
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Arnold Matheny & Eagan, P.A.

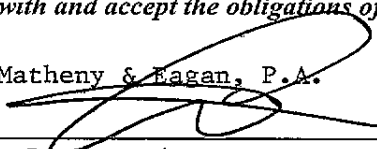
Office Address: 801 N. Magnolia Avenue, Suite 201

Orlando, Florida 32803
(City) (Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Arnold Matheny & Eagan, P.A.

By: 
Arthur R. Louv (Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Ronald Brodie

Address: 360 Crider Avenue

Moorestown, New Jersey 08057

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: Ronald Brodie

Address: 360 Crider Avenue

Moorestown, New Jersey 08057

~~Vice President~~ ^{CEO} Ronald Torretti

Address: 360 Crider Avenue

Moorestown, New Jersey 08057

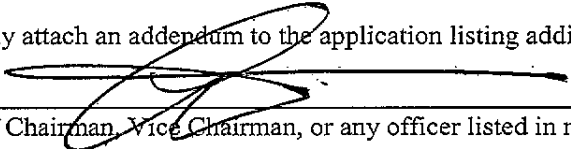
Asst. Secretary: Arthur R. Louv

Address: 801 N. Magnolia Avenue, Suite 201, Orlando, Florida 32803

Sec/ Treasurer: John Harty

Address: 360 Crider Avenue, Moorestown, New Jersey 08057

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Arthur R. Louv, Assistant Secretary
(Typed or printed name and capacity of person signing application)



North Carolina

Department of the Secretary of State

CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina do hereby certify that

NW SIGN INDUSTRIES OF NORTH CAROLINA, INC.

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 5th day of January, 2001, with its period of duration being Perpetual.

I **FURTHER** certify that, as of the date set forth hereunder, the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Business Corporation Act; that its most recent annual report required by N.C.G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 25th day of April, 2002.

Elaine F. Marshall
Secretary of State