



Whereas, ARTICLES OF INCORPORATION OF AZTEC OUTDOOR ADVERTISING, INC. INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

89178289

Now Therefore, I, Jim Edgar, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 3RD day of APRIL AD. 1989 and of the Independence of the United States the two hundred and 13TH.



Jim Edgar
SECRETARY OF STATE

JIM EDGAR 7 8 2 3 9
 Secretary of State
 State of Illinois

Submit in Duplicate
 Payment must be made by Certified Check, Cashier's Check, Illinois Attorney's Check, Illinois C.P.A.'s Check or Money order, payable to "Secretary of State".
DO NOT SEND CASH

This Space For Use By Secretary of State
 Date 4-3-89
 License Fee \$ 2.50
 Franchise Tax \$ 25.00
 Filing Fee \$ 75.00
 Clerk 102.50

ARTICLES OF INCORPORATION

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

ARTICLE ONE The name of the corporation is Aztec Outdoor Advertising, Inc.
 (Shall contain the word "corporation", "company", "incorporated", "limited", or an abbreviation thereof)

ARTICLE TWO The name and address of the initial registered agent and its registered office are:

Registered Agent Michael L. Shevick

First Name Middle Name Last Name

Registered Office 20 N. Clark - Suite 808

Number	Street	Suite # (A.P.O. Box alone is not acceptable)
Chicago	60602	Cook
City	Zip Code	Country

ARTICLE THREE The purpose or purposes for which the corporation is organized are:
 If not sufficient space to cover this point, add one or more sheets of this size.

Provision of advertising and marketing services to businesses and individuals and the transaction of any or all lawful business for which corporations may be incorporated under the Business Corporation Act of 1983.

ARTICLE FOUR Paragraph 1: The authorized shares shall be:

Class	*Par Value per share	Number of shares authorized
Common	N/A	1000

Paragraph 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:
 If not sufficient space to cover this point, add one or more sheets of this size.

ARTICLE FIVE The number of shares to be issued initially, and the consideration to be received by the corporation therefor, are:

Class	*Par Value per share	Number of shares proposed to be issued	Consideration to be received therefor
Common	N/A	400	\$ 5000.00
			\$
			\$
			\$
TOTAL			\$ 5000.00

* A declaration as to a "par value" is optional. This space may be marked "n/a" when no reference to a par value is desired.

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File No. _____

ARTICLES OF INCORPORATION

APR 3 1989

Illinois Secretary of State

FEE SCHEDULE

The following fees are required to be paid at the time of issuing the Certificate of Incorporation: FILING FEE \$75.00; INITIAL LICENSE FEE OF 1/20th of 1% of the consideration to be received for initial issued shares (See Art. 5), MINIMUM \$50; INITIAL FRANCHISE TAX of 1/10 of 1% of the consideration to be received for initial issued shares (See Art. 5), MINIMUM \$25.00.

EXAMPLES OF TOTAL DUE

Consideration to be Received	TOTAL Due*
up to \$1,000	\$100.50
\$ 5,000	\$102.50
\$ 10,000	\$105.00
\$ 25,000	\$112.50
\$ 50,000	\$150.00
\$100,000	\$225.00

*Includes Filing Fee + License Fee + Franchise Tax

RETURN TO: Michael L. Shewchuk

Corporation Department
Secretary of State
Springfield, Illinois 62756
Telephone: (217) 782-6961

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NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice-President and verified by him, and listed by its Secretary or an Assistant Secretary.

Signatures must be in ink on original document. Carbon copy, retax or rubber stamp signatures may only be used on conformed copies.

Name (please print)	Signature	City/Town	State	Zip
1. Daniel J. Marquez	<i>[Signature]</i>	Chicago, IL	Illinois	60609
2. Michael R. Hoggatt	<i>[Signature]</i>	Darien	Illinois	60559
3. _____	_____	_____	_____	_____

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

ARTICLE EIGHT OTHER PROVISIONS
Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing pre-emptive rights; denying cumulative voting; regulating internal affairs; voting majority requirements; fixing a duration other than perpetual; etc.

ARTICLE SEVEN OPTIONAL
(a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ _____
(b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ _____
(c) It is estimated that the gross amount of business which will be transacted by the corporation during the following year will be: \$ _____
(d) It is estimated that the gross amount of business which will be transacted from places of business in the State of Illinois during the following year will be: \$ _____

ARTICLE SIX OPTIONAL
The number of directors constituting the initial board of directors of the corporation is _____ and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are: _____
Name _____
Residential Address _____

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