

... fifty (1250) shares being designated as Class "A" stock, and to the amount of  
fifty (1250) shares being designated as Class "B" stock, amounting in the  
aggregate to twenty five thousand dollars (\$25,000.00) of which there are  
issued and outstanding twelve hundred fifty (1250) shares of Class "A" stock  
and twelve hundred fifty (1250) shares of Class "B" stock; and

WHEREAS, said Rebel Poster was duly organized under and by virtue of  
the laws of the State of Florida, its certificate of incorporation having  
been filed in the office of the Secretary of State of Florida on November 6,  
1943; and

WHEREAS, said Rebel Poster by its certificate of incorporation has an  
authorized capital stock consisting of five (5) shares of common stock of the  
par value of one hundred dollars (\$100.00) each, all of one class, amounting  
in the aggregate to five hundred dollars (\$500.00) of which stock five (5)  
shares are now issued and outstanding; and

WHEREAS, the registered office of said ABC Southeastern in the State of  
Delaware is located at 100 West 10th Street in the City of Wilmington, County  
of New Castle, and the name of its registered agent at such address is The  
Corporation Trust Company; the registered office of said Atlanta Enterprises  
in the State of Georgia is P. O. Box 1315, Atlanta, Georgia, and the name of  
its registered agent at such address is H. A. Davis; the office in the State  
of Florida designated by said Atlanta Enterprises as its place of business for  
the service of process within Florida is the Florida Title Building, 110 W.  
Forsyth Street, Jacksonville 2, Florida and the agent at such office named to  
accept service of process is The Corporation Company; the office in the State of  
Florida designated by said Atlanta Enterprises as its place of business for the  
service of process within Florida is the Florida Title Building, 110 W. Forsyth  
Street, Jacksonville 2, Florida and the agent at such office named to accept  
service of process is The Corporation Company; and the office in the State of  
Florida designated by said Rebel Poster as its place of business for service of  
process within Florida is the Florida Title Building, 110 W. Forsyth Street,  
Jacksonville 2, Florida and the agent at such office named to accept service  
of process is The Corporation Company.

Now, therefore, the corporation, parties to this agreement in consideration  
of the sum of one dollar, to be paid by the said Rebel Poster, do hereby certify

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