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AMENDMENT TO ARTICLES OF INCORPORATION
OF

AMERICAN ADVERTISING DISTRIBUTOR OF CENTRAL ALABAMA, INC.
An Alabama Business Corporation

* * * * *

The undersigned being and constituting the duly elected Board of Directors of American Advertising Distributor of Central Alabama, Inc., an Alabama Business Corporation, do hereby adopt the following Amendments to the Articles of Incorporation as filed for record in the Office of the Judge of Probate of Shelby County, Alabama on the 14th day of May, 1987 in Book 033, page 402.

1. That a meeting was held on the 1st day of October, 1987 at Suite # 211 - 601 Beacon Parkway West, Birmingham, Alabama 35209.

2. That at said meeting a quorum was present and One Thousand (1,000) shares of the corporate stock, out of the total of One Thousand (1,000) shares represented, voted in favor of the Amendments as set out hereinafter. One Thousand (1,000) shares is the total amount of capital stock of said corporation, the Amendments as set out hereinafter were therefore adopted, ratified and confirmed by this vote on a unanimous basis.

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3. Written assent of the shareholders, signed in person by each such shareholder is attached hereto and made a part hereof by reference thereto.

4. The following represents the Amendments to the Articles of Incorporation that will carry forward with this corporation from this day hence or until same are amended:

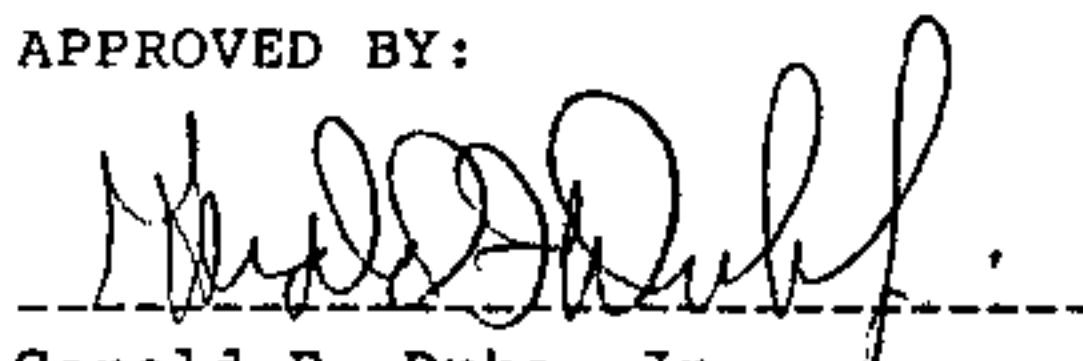
a) Paragraph four (4) shall be amended to reflect that the par value of each share is One and no/100 (\$1.00) Dollar, with a total number of shares being One Thousand (1,000).

DONE AND EXECUTED on this the 21th day of October, 1987.

AMERICAN ADVERTISING


Gerald F. Duke, Jr.
President

APPROVED BY:

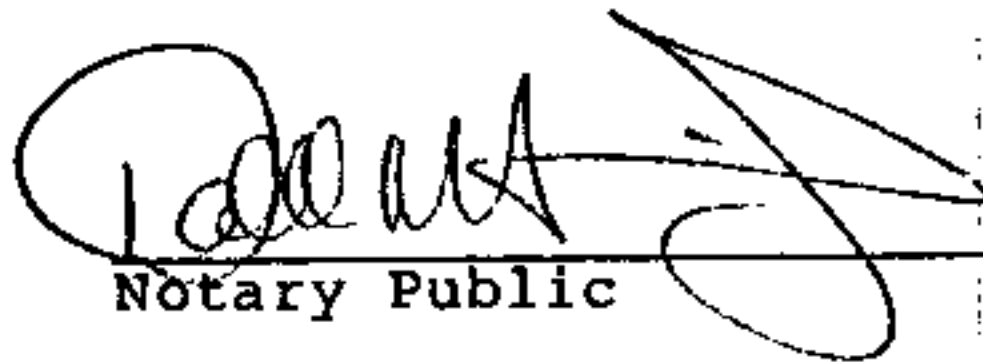

Gerald F. Duke, Jr.
Secretary

STATE OF ALABAMA *
 *
JEFFERSON COUNTY *

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I, the undersigned authority in and for said State and County, hereby certify that Gerald F. Duke, Jr. as President and Secretary respectively, of American Advertising Distributor of Central Alabama, Inc., an Alabama Business Corporation, whose name is signed to the foregoing, Amendment to Articles of Incorporation, and who is known to me, acknowledged before me on this day that being informed of the contents of the Amendments to the Corporate Articles be, in his capacity as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and seal on this the 21th day of October, 1987.


Notary Public

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ASSENT OF STOCKHOLDERS

OF

AMERICAN ADVERTISING DISTRIBUTOR OF CENTRAL ALABAMA, INC.
an Alabama Business Corporation

* * * * *

We, the undersigned, being and constituting all of the holders of corporate stock of American Advertising Distributor of Central Alabama, Inc., an Alabama Business Corporation, holding all shares of corporate stock, which is in fact One Thousand (1,000) shares, do hereby assent, confirm and ratify the amendments to the Articles of Incorporation, as specified by the Amendment dated the same as this document and being attached to said Amendment, by this our writing, and our seals as signature affixed hereinbelow.

Done this the 21th day of October, 1987.

AMERICAN ADVERTISING


Gerald F. Duke, Jr.


Thomas W. Hrabovsky

Prepared By:

Donald R. Harris, Jr.
CHAMBLEE & HARRIS

Suite # 211
601 Beacon Parkway West
Birmingham, Alabama 35209
(205) 945 - 8811

State of Alabama

SHELBY

County

CERTIFICATE OF AMENDMENT

OF

AMERICAN ADVERTISING DISTRIBUTOR OF CENTRAL ALABAMA, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of AMENDMENT of AMERICAN ADVERTISING DISTRIBUTOR OF CENTRAL ALABAMA, INC., duly signed and verified pursuant to the provisions of Section _____ of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of _____ of AMERICAN ADVERTISING DISTRIBUTOR OF CENTRAL ALABAMA, INC., and attaches hereto a duplicate original of the Articles of AMENDMENT.

GIVEN Under My Hand and Official Seal on this the 2nd day of

DECEMBER, 1987

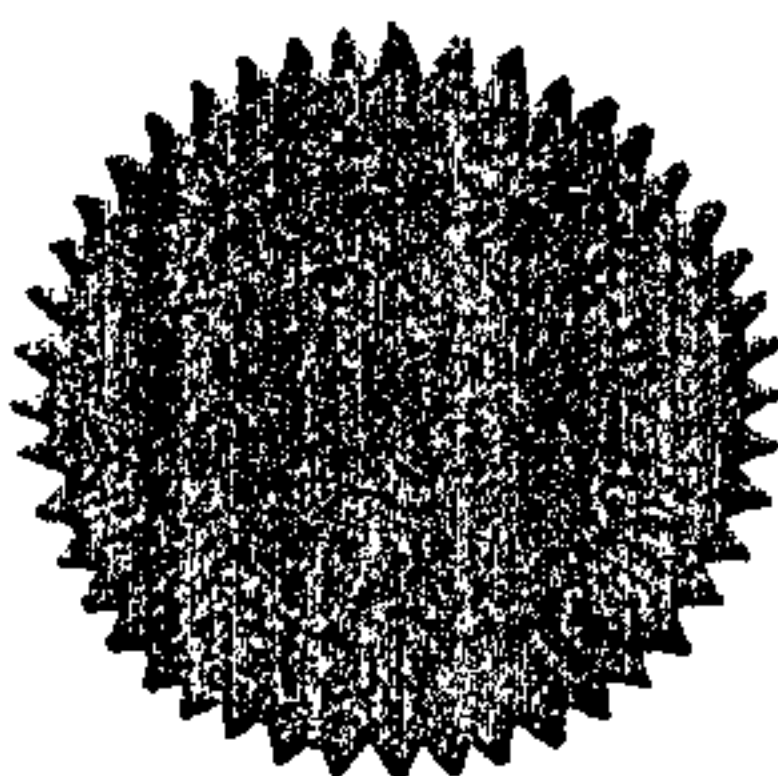
STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1987 DEC -2 PM 12:22

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Thomas A. Snowden, Jr.
Judge of Probate

Recd 10.00
Jud 1.00
11.00



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