

ARTICLES OF INCORPORATION
OF
INTERNET PUBLICATIONS, INC.

The undersigned, acting as Incorporators, of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. The name of the corporation is INTERNET PUBLICATIONS, INC.
2. The period of its duration is perpetual.
3. The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.
4. The corporation shall have authority to issue 100 shares of stock, all of one class, each with a par value of \$1.00.
5. The address of the initial registered agent's office is 1010 Mallow Way, Brandon, Florida, 33511 and the name of the initial registered agent at said address is STEPHEN T. BAUER.
6. The principal office of the corporation is 988 Blvd of the Arts, Apt# 610, Sarasota, FL 34236.
7. The number of Directors constituting its initial Board of Directors is (4) whose names and addresses are as follows:

<u>Name:</u>	<u>Address:</u>
John G. Bauer	1616 Maple Street, Nokomis, FL 34275
Stephen T. Bauer	1010 Mallow Way, Brandon, FL 33511
John Denaro	4983 79th Avenue Drive East, Sarasota, FL 34243
Charles P. Macaulay	988 Blvd of the Arts, Apt# 610, Sarasota, FL 34236

8. The names and addresses of the Incorporators are:

<u>Name:</u>	<u>Address:</u>
John G. Bauer	1616 Maple Street, Nokomis, FL 34275

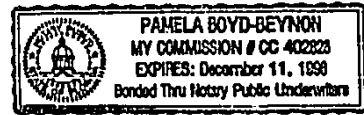
BEFORE ME, the undersigned authority, personally appeared STEPHEN T. BAUER, known by me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes expressed therein.

Dated: 11-7-96

Pamela Boyd-Beynon

NOTARY PUBLIC

My Commission Expires:



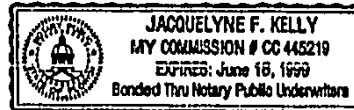
BEFORE ME, the undersigned authority, personally appeared JOHN DENARO, known by me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes expressed therein.

Dated: Nov 14, 1996

Jacqueline F. Kelly

NOTARY PUBLIC

My Commission Expires:



BEFORE ME, the undersigned authority, personally appeared CHARLES P. MACAULAY, known by me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes expressed therein.

Dated: Nov 14, 1996

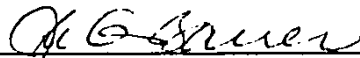
Jacqueline F. Kelly
NOTARY PUBLIC

My Commission Expires:

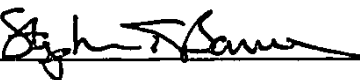
9. Each shareholder of this Corporation shall have the first right to purchase shares (and securities convertible to shares) of any class, kind or series of stock in this Corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of the Corporation, in the ratio that the number of shares he/she holds at the time of issue bears to the total number of shares outstanding exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise within thirty (30) days of receipt of a notice in writing from the Corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder of the Corporation within thirty (30) days of receipt of notice from the Corporation.

Dated: November 6, 1996

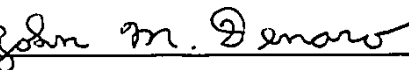
I hereby accept the appointment as registered agent and agree to act in that capacity.



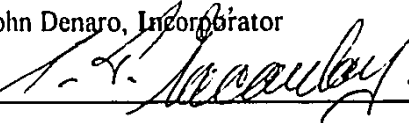
John G. Bauer, Incorporator



Stephen T. Bauer, Incorporator/Registered Agent



John Denaro, Incorporator



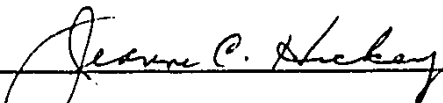
Charles P. Macaulay, Incorporator

BEFORE ME, the undersigned authority, personally appeared JOHN G. BAUER, known to me to be the person described in and who executed the foregoing instrument, and acknowledged to me before me that he executed said instrument for the purposes expressed therein.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Dated:

Nov. 6, 1996



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