

119544

Florida Department of State
Division of Corporations
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SECTION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

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REGISTERED AGENT CHANGE

TALLAHASSEE DEMOCRAT INC

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STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of _____ in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: TALLAHASSEE DEMOCRAT INC
2. The principal office address: 277 NORTH MAGNOLIA DR., TALLAHASSEE FL 32301-2664
3. The mailing address (if different): _____
4. Date of incorporation/qualification: 03/25/1929 Document number: 119544

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

J. M. PATE

277 NORTH MAGNOLIA DR.

TALLAHASSEE FL 32301-2664

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

C T Corporation System

c/o C T Corporation System

(P.O. Box or personal mailbox NOT acceptable)

1200 South Pine Island Road, Plantation, Florida 33324

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

Naseem A. Conde
(Signature of an officer, chairman or vice chairman of the board)

Naseem A. Conde, Secretary
(Printed or typed name and title)

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 obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

By: Don Roadway
(Signature of Registered Agent)

12/21/04
(Date)

If signing on behalf of an entity:

Don Roadway
(Typed or Printed Name)

Special Asst. Secretary
(Capacity)

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE AND MAIL TO:
DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Adrienne Lilly, the Assistant Vice President and Assistant Secretary of Knight-Ridder, Inc. ("the Corporation"), a corporation incorporated under the laws of the state of Florida, and the Assistant Secretary of the subsidiary entities shown on Exhibit A attached hereto, does hereby appoint Donald Roadway and Naseem A. Conde as attorney-in-fact for the Corporation and for the subsidiary entities to act for the Corporation and for the subsidiary entities and in the name of the Corporation and of the subsidiary entities solely for the limited purposes authorized herein.

The Corporation and the subsidiary entities, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to change the subsidiary entities' registered agent and registered office, or the agent and office of similar import, in all jurisdictions of incorporation and all jurisdictions in which the subsidiary entities are authorized or qualified to transact business as a foreign corporation, subject to the direction and determination of the undersigned, such agents or attorneys for service of process to be such corporations or persons as the said CT Corporation System may now or hereafter designate.

For the sole purpose of executing any necessary documents for changing, substituting, revoking or appointing all such agents or attorneys for service of process, and for changing and designating all such statutory offices of the subsidiary entities, Donald Roadway shall exercise the power of Vice President and Naseem A. Conde shall exercise the power of Secretary, under the direction of the undersigned.

This Power of Attorney shall terminate upon the earlier of: (i) revocation by the undersigned, or (ii) February 1, 2005.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 9th day of December, 2004.

KNIGHT-RIDDER, INC.


Adrienne Lilly, Assistant Vice President &
Assistant General Counsel

STATE OF CALIFORNIA
COUNTY OF SANTA CLARA

Subscribed and sworn to before me this 9th day of December, 2004.


Notary Public

My commission expires: 1/17/08

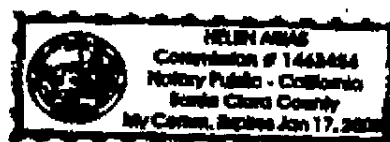


Exhibit A

The Beacon Journal Publishing Company

The Charlotte Observer Publishing Company

Circom Corporation

Contra Costa Newspapers, Inc.

Double A Publishing, Inc.

Keynoter Publishing Company, Inc.

The Knight Publishing Company, Inc.

Knight Ridder Digital

Knight-Ridder Newspapers, Inc.

Partnerships In Education, Inc.

KR Net Ventures, Inc.

KR Newsprint Company

Macon Telegraph Publishing Company

Mail Advertising Corporation

MediaStream, Inc.

Nittany Printing and Publishing Company

Nor-Tex Publishing, Inc.

Northwest Publications, Inc.

Quad County Publishing

Columbus Ledger-Enquirer, Inc.

The R.W. Page Corporation

San Jose Mercury-News, Inc.

The Sun Publishing Company, Inc.

Tallahassee Democrat, Inc.

Twin Cities Newspaper Services, Inc.

Wichita Eagle and Beacon Publishing Company