



THE COMPANY CORPORATION

Three Corporate Centers • 701 N. Walnut Street • Wilmington, Delaware 19801 • Telephone: 302-378-0100 • Fax: 302-378-1446

March 5, 1996

F76000001249

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RECEIVED
MAR 11 1996
DIVISION OF CORPORATIONS
*****70,000 *****70,000

RE: NORTH-SOUTH PUBLISHING, INC.
9509222544748

Dear Sir or Madam:

Enclosed please find Application for Authority (and related documents, if appropriate) and our check in the amount of \$70.00 for NORTH-SOUTH PUBLISHING, INC.

Please file and return all related correspondence to my attention at the address listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 7003, with questions regarding the enclosed application.

Sincerely,

Vickie Joyner
Corporate Service Representative

enc.

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DIVISION OF CORPORATIONS
FILED

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTIONS BUSINESS IN THE
STATE OF FLORIDA:**

1. North-South Publishing, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as well clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 65-0621523

(FEI number, if applicable)

4. 9/22/68

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Corp. is inactive. Anticipated start-up date: Feb. 1996

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.150, F.S.)

7. 14750 NW 77 CT #335

Miami Lakes FL 33016

(Current mailing address)

8. Any lawful act or activity for which corps. may be formed under Delaware Law
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Larry Wolfe

Office Address: 200-A John Knox Road

Tallahassee

Florida, 32302-6644

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Neal Klein

Address: 801 NW 99 Ave

Plantation FL 33324-1135

Vice Chairman: Vincent Lombardo

Address: 801 NW 99 Ave

Plantation FL 33324-1135

Director: Neal Klein

Address: 801 NW 99 Ave

Plantation FL 33324-1135

Director: _____

Address: _____

B. OFFICERS

President: Neal Klein

Address: 801 NW 99 Ave

Plantation FL 33324

Vice President: _____

Address: _____

Secretary: Vincent Lombardo

Address: 801 NW 99 Ave

Plantation FL 33324

Treasurer: Vincent Lombardo

Address: 801 NW 99 Ave

Plantation FL 33324

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Neal Klein, President
(Typed or printed name and capacity of person signing application)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS
MAY BE SERVED.**

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Northbrook Publishing, Inc. desiring to
organize under the laws of the state of Florida with its principal place of business located in
the city of Miami Lakes, State of Florida, has named Larry Wolfe
located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of
process within Florida.

Having been named to accept service of process for the above stated corporation, at
the place designated in this Certificate, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.


Larry Wolfe

March 9, 1996
Date

FILED
SECRETARY OF STATE
CORPORATE DIVISION
96 MAR 12 AM 9:46

State of Delaware
Office of the Secretary of State

20 General Counsel's Office, Delaware State Capitol Building, 301 North DuPont Highway, Dover, Delaware 19901-1299

TO: [illegible]
FROM: [illegible]
SUBJECT: [illegible]
[illegible text follows]

FILED
SECRETARY OF STATE
DIVISION OF REGISTRATIONS
96 MAR 12 AM 9:46



Edward J. Friel

Edward J. Friel, Secretary of State

AUTHENTICATION

DATE