

L000000013010



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 870512 81444A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 20, 2000

ORDER TIME : 1:21 PM

ORDER NO. : 870512-005

CUSTOMER NO: 81444A

CUSTOMER: Ms. Mary Donehower
Patterson Bond & Latshaw, P.a.

Suite A
3010 S. Third Street
Jacksonville, FL 32250

000003438010--5
-10/24/00--01056--011
****125.00 ****125.00

000003438010--5
-10/24/00--01056--012
*****30.00 *****30.00

DOMESTIC FILING

NAME: JCJ PUBLISHING, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155
EXAMINER'S INITIALS:

APPROVED
AND
FILED
00 OCT 24 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 OCT 24 PM 2:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
JCJ PUBLISHING, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I

NAME

The name of the limited liability Company shall be JCJ Publishing, LLC ("Company"). The principal place of business of the Company in Florida shall be 4613 Philips Highway, Suite 202, Jacksonville, Florida 32207. The mailing address of the business shall be: P. O. Box 3242, Ponte Vedra Beach, Florida 32004.

ARTICLE II

DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be in perpetuity, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III

PURPOSES AND POWERS

The general purpose for which the Company is organized is for printing and publishing in every respect, but specifically the publishing of "Ponte Vedra Lifestyle" magazine and other resort "Lifestyle" magazines, "TRIUNFO," the official magazine of the Florida State Hispanic Chamber of Commerce and the FSHCC Annual Business to Business Buyer's Guide and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is John H. Latshaw, Jr., Patterson, Bond & Latshaw, P.A., 3010 South Third Street, Jacksonville Beach, Florida 32250.

APPROVED
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00 OCT 14 PM 2:52
STATE OF FLORIDA
DEPARTMENT OF STATE

ARTICLE V

ADMISSION OF NEW MEMBERS (TRANSFERABILITY OF INTERESTS)

No additional members shall be admitted to the Company except with the written consent of all of the members of the Company and upon such terms and conditions as shall be determined by the members. A member may transfer his or her interest in the Company as set forth in agreements of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless a majority of the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VI

TERMINATION OF EXISTENCE (CONTINUITY OF LIFE)

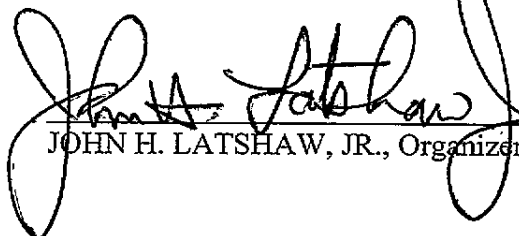
The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Company, unless the business of the Company is continued by the consent of a minority in interest of the remaining members, provided there is least one (1) remaining member.

ARTICLE VII

MANAGEMENT (MANAGEMENT BY MANAGERS)

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the manager of the Company is: JCJ Sales & Marketing, Inc.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Florida, for the foregoing uses and purposes this 23 day of October, 2000.

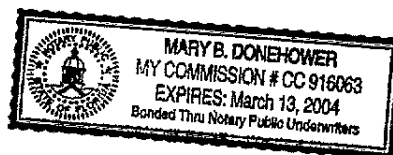

JOHN H. LATSHAW, JR., Organizer

00 OCT 14 01:35:52
APPROVED
AND
FILED

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 23rd day of October, 2000, by John H. Latshaw, Jr. He is personally known to me or who has produced _____ as identification.

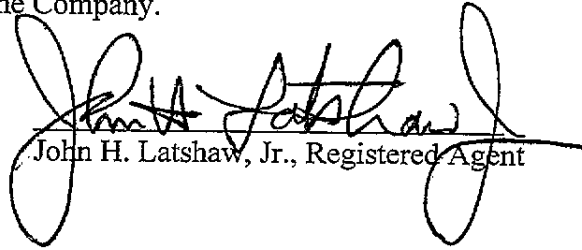
Mary B. Donehower
Notary Public, State of Florida



APPROVED
AND
FILED
00 OCT 31 PM 3:12
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of JCJ Publishing, LLC, as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company.


John H. Latshaw, Jr., Registered Agent

APPROVED
AND
FILED

00 OCT 24 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA