

CORPORATION INFORMATION SERVICES, INC.

500 East Park Avenue, Tallahassee, FL 32301 (904) 222-9171
 MAILING ADDRESS: Office Box 5828, Tallahassee, FL 32314
 TOLL FREE 1-800-342-XXXX

ON BEHALF OF

GALLAGHER, BAUMER et al
 ATTN: DORILDA SHELLITO
 904-353-2000
 ATTORNEYS AT LAW
 P.O. BOX 4788
 JAX, FL 32201

ORDER NO.

1029704

CUSTOMER NO.	ORDER DATE	ORDER TIME
3477	06/08/88	09:12 AM

ORDER TAKEN BY

KARALYN PETERSEN

DESCRIPTION

FICE DOMESTIC ARTICLE INC

CERTIFIED COPY

TRIBUNE PUBLISHING COMPANY, INC.

DOCUMENTS RECEIVED BY FED. EX.

CIS TO PREPAY STATE FEES OF \$70.00

FILE DATE

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Name	6-8-88
Availability	
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FILED
 JUN 11 1988
 TALLAHASSEE, FLA.

DOMESTIC CHARTERS	70.00
REGISTERED AGENT	20.00
CHARTER FILING	20.00
TOTAL	70.00

EFFECTIVE DATE

6-7-88

FILING	20
C. COPY	30
R. AGENT	20
TOTAL	\$70
BALANCE DUE \$	
REFUND \$	

REG MAIL

IF FOR ANY REASON THE ABOVE REQUEST IS CONFUSING OR INCORRECT
 PLEASE CONTACT OUR OFFICE IMMEDIATELY AT THE TELEPHONE NUMBER
 LISTED ABOVE. THANK YOU FOR YOUR ASSISTANCE WITH THE ABOVE
 REQUEST.

REQUEST FOR INFORMATION

EFFECTIVE DATE

6-7-88

1784381

ARTICLES OF INCORPORATION
OF
TRIBUNE PUBLISHING COMPANY, INC.

FILED
JUN 7 1 22 PM '88
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

Article I

Name

The name of the corporation is TRIBUNE PUBLISHING COMPANY, INC.

Article II

Duration

This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

Article III

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV

Capital Stock

(a) Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 500,000 shares of common stock, par value \$.01 per share, which shall be subdivided into 350,000 share of Class A Common Stock and 150,000 shares of Class B Common Stock. The Class A Common Stock and Class B Common Stock are identical in every respect except for voting rights. The Class A Common Stock and Class B Common Stock shall vote together as a single class in all matters submitted to stockholder vote. Holders of Class A Common Stock are

entitled to one (1) vote per share on every matter submitted to a vote of the stockholders. Holders of Class B Common Stock are entitled to two (2) votes per share on every matter submitted to a vote of the stockholders. Class B Common Stock shall be converted automatically into Class A Common Stock, on a one-for-one basis, upon sale or transfer by the original holder, upon the death of the original holder, or at any time at the written request of the original holder.

(b) Preemptive Rights. Shareholders shall have no preemptive rights.

(c) Cumulative Voting. Cumulative voting shall not be permitted.

(d) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer or encumbrance of the stock of this corporation as they may see fit.

Article V

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2000 Independent Square, Jacksonville, Florida 32202 and the name of the initial registered agent of this corporation at that address is L. Kinder Cannon III.

Article VI

Directors

(a) Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one.

(b) Initial Directors. The names and street addresses of the members of the first board of directors of the corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Bob D. Collins	2248 Carnes Street Orange Park, FL 32073
Richard C. Collins	3323 Wilderness Circle Middleburg, FL 32068

(c) Compensation. The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

(d) Indemnification. The board of directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the full extent permitted by law.

Article VII

Bylaws

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

Article VIII

Incorporator

The name and street address of the incorporator of this corporation is:

L. Kinder Cannon III, Esq.
Gallagher, Baumer, Mikals, Bradford, Cannon & Walters, P.A.
2000 Independent Square
Jacksonville, Florida 32202

Article IX

Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 7th day of June, 1988.


L. Kinder Cannon III

CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTIONS 48.091 AND 607.034,
FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

TRIBUNE PUBLISHING COMPANY, INC., DESIRING TO ORGA-
NIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPAL PLACE OF BUSINESS AT CITY OF JACKSONVILLE, STATE OF
FLORIDA, HAS NAMED L. KINDER CANNON III, LOCATED AT 2000 INDE-
PENDENT SQUARE, JACKSONVILLE, STATE OF FLORIDA, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


L. Kinder Cannon III

Dated: June 7, 1988

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 FUR-
THER STATE THAT I AM FAMILIAR WITH, AND ACCEPT, THE OBLIGATIONS
PROVIDED FOR IN SECTION 607.325, FLORIDA STATUTES.


L. Kinder Cannon III

Dated: June 7, 1988

FILED
JUN 8 11 28 AM '88
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LKCTPC8004

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me
this 7th day of June, 1988, by L. Kinder Cannon III.

S. Derinda Shell
Notary Public, State of Florida
at Large.

My Commission Expires:

My Commission Expires May 18, 1991