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June 30, 1999

Via FedEx

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-07/01/99--01056--003
****122.50 *****78.75

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: **CONSERVATIVE INSTITUTE FOR PUBLIC AWARENESS, INC.**

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation of the above-named corporation, together with the Certificate Designating Registered Agent and Street Address for Service of Process Within Florida. Also enclosed is a check in the amount of \$122.50 to cover the following fees:

1. \$35.00 - Filing of Articles of Incorporation
2. \$35.00 - Designation of Registered Agent
3. \$52.50 - Certified copy

Please certify the enclosed copy of the Articles of Incorporation and return the same to me.

Thank you very much for your cooperation in this matter.

Very truly yours,



Warren A. Wilson, III

WAW:sms
Enclosures

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99 JUL 27 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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WS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 6, 1999

WARREN A. WILSON, III, ESQ.
31608 US HWY. 19 NORTH
PALM HARBOR, FL 34684

SUBJECT: CONSERVATIVE INSTITUTE FOR PUBLIC AWARENESS, INC.
Ref. Number: W99000015499

We have received your document for CONSERVATIVE INSTITUTE FOR PUBLIC AWARENESS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 399A00035033

ARTICLES OF INCORPORATION
OF
CONSERVATIVE INSTITUTE FOR PUBLIC AWARENESS, INC.
a Florida Non-Profit Corporation

FILED
99 JUL 27 AM 7:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person of legal age, being desirous of forming a not-for-profit corporation under the provisions of Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be CONSERVATIVE INSTITUTE FOR PUBLIC AWARENESS, INC.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

1. The corporation does not afford pecuniary gain or profit, incidentally or otherwise, to its members.
2. The purpose for which the corporation is organized is to promote, develop, and protect the common good and social welfare of the citizens of the State of Florida.
3. More specifically, the purposes for which the corporaion is organized include but are not limited to the following:
 - A. To sponsor events of all types for the purposes of raising money to be donated to other 501(c)(3) charitable organizations under the Internal Revenue Code.
 - B. To identify and communicate areas of a legal, social, economic or political nature that affect the public.

C. To promote conservative positions in the areas of government policy, social responsibility, economic development, public and private education, and news dissemination.

D. To engage in any and all other lawful business activities permitted any similar corporation under the laws of the United State and State of Florida which will further the above purpose.

ARTICLE IV - POWERS

This corporation shall have all powers granted by law to not-for-profit corporations subject to the following limitations:

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

B. No member, trustee, officer or private individual, shall be entitled to share in

the distribution of any corporate assets upon dissolution of the corporation. Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious or scientific organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the court of competent jurisdiction, as provided by law, of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

C. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

D. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

E. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

F. The corporation shall not make any investments in such manner as to subject

it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

G. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE V - MEMBERSHIP

The membership of this corporation shall include members as provided in the corporation's bylaws without limitation as to race, gender, national origin, religious affiliation, or physical abilities. All members shall have the same rights and privileges and each member shall be entitled to one (1) vote on all corporate matters requiring a vote of the membership.

ARTICLE VI - BOARD OF DIRECTORS

The business affairs of the corporation shall be managed by the Board of Directors. The manner of election of the Board of Directors is as stated in the corporate bylaws. The number of directors which shall constitute the Board, may from time to time hereafter, be increased or decreased pursuant to any bylaw which shall have been enacted or more specifically ratified by an affirmative vote of the membership of the corporation at any annual meeting or at any special meeting called for such purpose, provided, no decrease in the number of directors shall have the effect of shortening the term of any incumbent director.

ARTICLE VII - BYLAWS

The Board of Directors of the corporation may provide and adopt such bylaws that are necessary to conduct the business of the corporation and necessary for the carrying out of the corporation purposes.

ARTICLE VIII - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address for this corporation shall be 31608 U.S. Highway 19 North, Palm Harbor, Florida 34684.

ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is at 31608 U.S. Highway 19 North, Palm Harbor, Florida 34684, and the name of the initial registered agent of this corporation at that address is Warren A. Wilson, III.

The registered office and registered agent provided for herein may be changed from time to time in the manner provided by law.

ARTICLE X - AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended by the Board of Directors and such amendments may be proposed and adopted in the manner provided for in the bylaws.

ARTICLE XI - INCORPORATOR

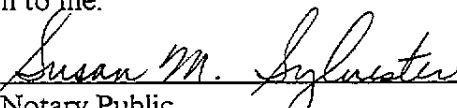
The name and address of the person signing these Articles of Incorporation is: Warren A. Wilson, III, 31608 U.S. Highway 19 North, Palm Harbor, Florida 34684.

IN WITNESS WHEREOF, the undersigned Incorporator has caused these Articles of Incorporation to be adopted on the 23rd day of July, 1999.


WARREN A. WILSON, III

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 23rd day of July, 1999 by WARREN A. WILSON, III, who is personally known to me.


Notary Public




Susan M. Sylvester
MY COMMISSION # CG538795 EXPIRES
May 6, 2000
BONDED THROUGH TROY FAIR INSURANCE, INC.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, WARREN A. WILSON, III, having been designated and named as registered agent and to accept service of process for **CONSERVATIVE INSTITUTE FOR PUBLIC AWARENESS, INC.**, at 31608 U.S. Highway 19 North, Palm Harbor, Florida 34684, hereby accept the appointment as registered agent and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and am familiar with and accept the obligations of my position as registered agent.

DATED: July 23, 1999



WARREN A. WILSON, III

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99 JUL 27 AM 7:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA