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THE UNITED STATES
CORPORATION
COMPANY

00 JAN 11 PM 4:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 547928 147847A

AUTHORIZATION : *Patricia Pijet*

COST LIMIT : \$ 70

ORDER DATE : January 11, 2000

ORDER TIME : 2:52 PM

ORDER NO. : 547928-005

800003095358--4

CUSTOMER NO: 147847A

CUSTOMER: Scott Alan Salomon, Esq
SCOTT ALAN SALOMON, ESQ.
SCOTT ALAN SALOMON, ESQ.
2417 North University Drive

Coral Springs, FL 33065

DOMESTIC FILING

NAME: VALUE PUBLICATIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Carrie Vaught

EXAMINER'S INITIALS: *PH 1/11/2000*

RECEIVED
00 JAN 11 PM 3:55
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
VALUE PUBLICATIONS, INC.

FILED
00 JAN 11 PM 4:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

VALUE PUBLICATIONS, INC.

The address of the principal office of this corporation shall be 11471 West Sample Road, #8, Coral Springs, Florida 33065 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having \$0.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2417 North University Drive, Coral Springs, Florida 33065, and the name of the initial registered agent of the corporation at that address is Scott Alan Salomon, Esquire.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Harvey Burstein	11471 West Sample Road, #8,
Pres./Dir.	Coral Springs, Florida 33065

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on January 11, 2000.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap
Its Agent, Laura R. Dunlap

CHS/clv

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Scott A. Salomon, an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

VALUE PUBLICATIONS, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Scott A. Salomon