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ACCOUNT NO. : 072100000032

REFERENCE : 557407 7202626

AUTHORIZATION : Patricia Pijoto

COST LIMIT : \$ 70.00

ORDER DATE : January 19, 2000

ORDER TIME : 1:44 PM

ORDER NO. : 557407-005

CUSTOMER NO: 7202626

100003105521--2

CUSTOMER: Mr. John K. Baudine, Jr.
MR. JOHN K. BAUDINE, JR.
MR. JOHN K. BAUDINE, JR.
495 38th Avenue North

Saint Petersburg, FL 33704-3333

DOMESTIC FILING

NAME: MAGAZINE SUBSCRIPTION NEW &
RENEWAL SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 20 PM 5:26

RECEIVED
00 JAN 20 PM 3:52
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 JAN 20 PM 5:26

ARTICLES OF INCORPORATION

OF

MAGAZINE SUBSCRIPTION NEW & RENEWAL SERVICES, INC.

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:

MAGAZINE SUBSCRIPTION NEW & RENEWAL SERVICES, INC.

The address of the principal office of this corporation shall be 495 38th Avenue North, Saint Petersburg, Florida 33704-3333, 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 1,500 shares of common stock having no par value per share.

00 JAN 20 PM 5:26

ARTICLE VII. INCORPORATOR

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

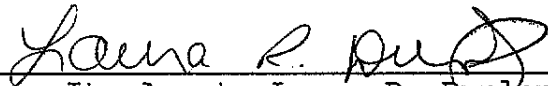
The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on January 20, 2000.


Its Incorporator, Laura R. Dunlap

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 
Its Agent, Laura R. Dunlap
Authorized Service Representative
Corporation Service Company