

TRANSMITTAL LETTER

PO000006/3502

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: What's Real Teen Magazine, Inc.
(Proposed corporate name - must include suffix)

4000003127574--2
-02/08/00--01089--001
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Angela D. Lawson
Name (Printed or typed)

Post Office Box 573
Address

Midway, Florida 3234
City, State & Zip

(850) 574-9096
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 FEB - 8 AM 11:16

APPROVED
AND
FILED

NOTE: Please provide the original and one copy of the articles.

152/8/00

**ARTICLES OF INCORPORATION
OF
WHAT'S REAL TEEN MAGAZINE, INC**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME.

The name and address of the corporation is:

What's Real Teen Magazine, Inc.
42 Lawson Road
Midway, Florida 32343

ARTICLE II.

DURATION

This corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

The corporation is organized for the specific purpose of publishing and distributing educational materials, which include but not limited to marketing and sales of said materials. The corporation may engage in any activities, or business permitted under the laws of the United States and the State of Florida, including, but not limited to diverse entertainment ventures.

ARTICLE IV.

CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$ 1.00) per value common stock.

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TALLAHASSEE, FLORIDA

ARTICLE V.

PREEMPITIVE RIGHTS

Each shareholder of this corporation shall have the first right to purchase shares of any class, kind or series of stock in this corporation that may from time to time be issued, including shares from the treasury of this corporation, in the ratio that the number of shares the shareholder holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares, this right shall be deemed waived by any shareholder who has not exercised it and paid for the shares preempted within thirty days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting the shareholder to exercise his preemptive written waiver submitted by the share holder to the corporation within thirty days of the receipt of notice form the corporation.

ARTICLE VI.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 42 Lawson Road, Midway, Florida 32343, and the name of the initial Registered Agent of this corporation is Angela D. Lawson.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS OF THE CORPORATION

This corporation shall have 1 director. The number of directors may be either increased or decreased form time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one. The names and address of the initial board of directors of the corporation:

**Angela D. Lawson
P.O. Box 573
Midway Florida 32343**

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles is:

Angela D. Lawson
Post Office Box 573
Midway, Florida 32343

ARTICLE IX.

INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X.

AMENDMENT OF ARTICLES

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

ARTICLE XI.

MEETINGS BY TELEPHONE CONFERENCE

Members of the board of directors may participate in special and regular meetings of the board of directors by means of conference telephone or similar communications equipment as provided by law, but, annual meetings of the board of directors must be attended in person by each director.

ARTICLE XII.

AMENDMENT OF ARTICLE AND BY-LAYS


The power to adopt, alter, amend or repeal the Articles of Incorporation or by-laws of this corporation shall be vested in the shareholder by a majority vote.

ARTICLE XIII.

INFROMAL ACTION OF DIRECTORS

If all the directors severally or collectively consent in writing to any action taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the board of directors.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7 day of February, 2000.


Angela D. Lawson
Subscriber

STATE OF FLORIDA
COUNTY OF LEON *Gadsden*

Before me, the undersigned authority, duly authorized to take acknowledgements and administer oaths, personally appeared Angela D. Lawson, known to me to be the person described in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purpose therein set forth.

WITNESS my hand and official seal in the county and state last aforesaid this 7th day of February, 2000.

Stella Denise Thomas

NOTARY PUBLIC

My commission Expires:



Stella Denise Thomas
MY COMMISSION # CG621630 EXPIRES
February 16, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

STATE OF FLORIDA
OFFICE OF THE SECRETARY OF STATE

The undersigned, Angela D. Lawson having been designated as Agent for the Service of process within the state of Florida, does hereby accept the appointment as such agent for the above-named corporation.

IN WITNESS WHEREOF, the name of said Registered Agent is hereunto affixed at 42 Lawson Road, Midway, Florida 32343, this 7 day of February, 2000.

Angela D. Lawson
Angela D. Lawson

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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