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**Steve Bell**

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October 1, 2000

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FLORIDA SECRETARY OF STATE  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

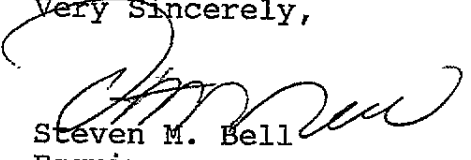
RE: Articles of Incorporation - Bell Publishing, Inc.

Dear Gentlemen/Madam:

Enclosed herewith is a check in the amount of \$78.75 made payable to the Florida Secretary of State representing the filing fee for the Articles of Incorporation - Bell Publishing, Inc.

Enclosed also are the dually executed the Articles of Incorporation for your processing. Should you have any questions, please feel free to call or write.

Very Sincerely,

  
Steven M. Bell  
Esquire

enc.

FILED  
00 OCT 16 AM 10:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BELL PUBLISHING, INC.

FILED

00 OCT 16 AM 10:54

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME OF INCORPORATION

The name of the Corporation is Bell Publishing, Inc.

ARTICLE II

The principal office of the Corporation is located at 2509 West Orange Blvd., Kissimmee, Florida 34741

ARTICLE III

The street address of the initial registered agent of the Corporation is 2509 West Orange Blvd., Kissimmee, Florida 34741

ARTICLE IV

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE V

The affairs of this Corporation shall be managed initially by a Board of two (2) Directors. The number of Directors may be changed by amendment of the By-Laws of the Corporation. The name and address of the person who is to act in the capacity of Director until the selection of his successor is:

<u>NAME</u>	<u>ADDRESS</u>
Steven M. Bell	2509 West Orange Blvd., Kissimmee, Florida 34741
Carol A. Bell	2509 West Orange Blvd., Kissimmee, Florida 34741

At the first annual meeting, the member shall elect two (2) Directors for a term of one (1) year.

#### ARTICLE VI

The affairs of the Corporation shall be managed by a President, Secretary, and Treasurer and such other officer as permitted by the By-Laws. The name of the person who shall act as officers of the Corporation until the election of his successor is:

STEVEN M. BELL

The above-named officer shall serve until the first and organization meeting of the Board of Directors and shall hold office for a one (1) year period from the date of their selection.

#### ARTICLE VII

##### DURATION

The Corporation shall exist perpetually.

#### ARTICLE VIII

##### BY-LAWS

The By-Laws of this Corporation shall be adopted by the Board of Directors and may be altered, amended, or rescinded by a majority vote of the Board of Directors.

#### ARTICLE IX

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 5,000 shares of common stock (having a par value of \$1.00 per share).

#### ARTICLE X

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

<u>Name</u>	<u>Address</u>
Steven M. Bell	2509 West Orange Blvd., Kissimmee, Florida 34741

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by at least a majority of the stock entitled to vote, unless all the Directors and all the stockholders sign a written statement manifesting their intentions that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, I, the undersigned, constituting the Incorporator of this Corporation, have executed these Articles of Incorporation on this 13<sup>th</sup> day of

October, ~~1999~~ <sup>38</sup>  
2000.

[Signature]

STATE OF FLORIDA  
COUNTY OF OSCEOLA

Personally Known by Me

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of October ~~1999~~ <sup>2000</sup>

[Signature]  
Notary Public

My Commission expires: 12-17-00



FILED

00 OCT 16 AM 10:54

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered  
Agent for Bell Publishing, Inc.

A handwritten signature in cursive script, appearing to read "S. M. Bell", is written over a horizontal line.

Steven M. Bell, Attorney