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JOHN J. MURPHY III
MEMBER FLORIDA AND NEW YORK BARS

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*****78.75 *****78.75

December 13, 2000

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

FILED
00 DEC 14 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: CONSENSUS ENERGY NEWS, INC. a (new) Florida corporation
OUR FILE NO.: 2000-188M

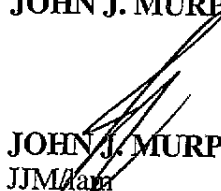
Gentlemen:


Enclosed herein please find certificate of incorporation for **CONSENSUS ENERGY NEWS, INC.** a (new) Florida corporation, together with our trust account check in the amount of \$78.75 to cover the filing fee. Please furnish the undersigned with a certified copy of same. I have enclosed a self-addressed, stamped envelope for your convenience.

Thank you for your assistance.

Very truly yours,

JOHN J. MURPHY III, P.A.


JOHN J. MURPHY III, ESQ.
JJM/ama
Enclosures


12-20

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
CONSENSUS ENERGY NEWS, INC.

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is Consensus Energy News, Inc.

ARTICLE TWO
PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 3880 Sheridan Street, Hollywood, Florida 33021.

ARTICLE THREE
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To publish, print, and sell newspapers, magazines, and periodicals; to print and bind books of all kinds; to do job or general printing and lithographing of all kinds, and generally to do all things done by those engaged in a similar business customarily. To acquire the necessary real estate and plants to carry out the above objects.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the proceeding business.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is one hundred. Such shares shall be of a single class, and shall have no par value.

ARTICLE SIX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 3880 Sheridan Street, Hollywood, Florida 33021-3634; and the name of its initial registered agent at such address is John J. Murphy III, Esq., John J. Murphy III, P.A..

ARTICLE SEVEN
DIRECTORS

The number of directors constituting the corporation's initial board of directors is one. The name and address of each person who is to serve as a member of the initial board of directors is:

<u>NAME</u>	<u>ADDRESS</u>
Lynn G. Kayne	3880 Sheridan Street Hollywood, FL 33021

ARTICLE EIGHT
INCORPORATORS

The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Lynn G. Kayne	3880 Sheridan Street Hollywood, FL 33021

ARTICLE NINE
NAMES AND ADDRESSES OF SUBSCRIBERS

The name and post office address of each subscriber and the number of shares of stock which each agrees to take are:

NAME

ADDRESS

Lynn G. Kayne

3880 Sheridan Street
Hollywood, FL 33021

Executed by the undersigned on the 13 day of December, 2000.

WITNESSES:

John A. Kasbar

Printed Name JOHN A. KASBAR

John T. Murphy

Printed Name John T. Murphy

State of Florida

County of Broward

Lynn G. Kayne by
Lynn G. Kayne

Richard Kayne
POA

I hereby certify that on this day, before me an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgements, personally appeared before me Lynn G. Kayne who is personally known to me or produced as identification.

Notary Public



John J. Murphy
MY COMMISSION # CC745206 EXPIRES
September 24, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

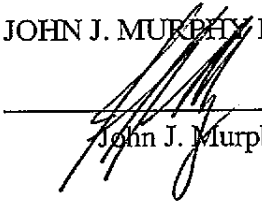
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF FS § 607.0501 or FS § 617.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Consensus Energy News, Inc.
2. The name and address of the registered agent and office is John J. Murphy III, Esq., John J. Murphy III, P.A., 3880 Sheridan Street, Hollywood, Florida 33201-3634.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

JOHN J. MURPHY III, P.A..



John J. Murphy III, Esq.

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