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January 24, 2001

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Corporate Documents
Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Fl. 32314

Re: Incorporation of SARASOTA CITY LIMITS, Inc.

Dear Sir or Madam:


Enclosed please find:

1. The original and one copy of a completed Articles of Incorporation-For Profit form for the corporation referred to above;
2. A check for \$78.85 in payment of the filing fee for the enclosed Articles of Incorporation-For Profit form and for a certified copy of the Articles of Incorporation;
3. A self-addressed envelope with postage paid.

Please file the original of the Articles of Incorporation-For Profit on behalf of the above corporation.

Additionally, please certify the enclosed copy of the Articles of Incorporation and return a certified copy of the Articles of Incorporation to me at the address noted above. Finally, please call me at 215/836-9115 ext. 105 with any questions you may have regarding any aspect of this incorporation.

Sincerely,


Coy W. Purcell

cc: Linda Sheppard w/enc.

T. Burch JAN 31 2001

**ARTICLES OF INCORPORATION
OF
SARASOTA CITY LIMITS, INC.**

These Articles of Incorporation are in compliance with Chapter 607 and/or Chapter 621, F.S. (For profit corporation).

ARTICLE I – NAME

The name of the corporation shall be "Sarasota City Limits, Inc."

ARTICLE II – PRINCIPAL OFFICE

The principal place of business/mailing address is: 1870 Bahia Vista Street, Sarasota, FL 34239.

ARTICLE III – PURPOSE

The purpose for which the corporation is organized is:

Marketing, publishing and all other lawful purposes.

ARTICLE IV – SHARES

The number of authorized shares of stock is 1000 common shares.

ARTICLE V – INITIAL OFFICERS/DIRECTORS

The initial sole director of the corporation is Linda Sheppard. The President, Secretary and Treasurer of the corporation is Linda Sheppard.

ARTICLE VI – REGISTERED AGENT

The name and Florida street address of the registered agent is:

Linda Sheppard

1870 Bahia Vista Street

Sarasota, FL 34239

ARTICLE VII – INCORPORATOR

The name and Florida street address of the Incorporator is:

Coy Purcell, Esq.

1201 Bethlehem Pike

Flourtown, PA 19031

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as

registered agent and agree to act in this capacity.

Quida M. Sheppard
Signature/Registered Agent

1-14-01
Date

Cory W. Bunker
Signature/Incorporator

1/24/01
Date