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JAMES C. CAMPISI
ATTORNEY AND COUNSELOR AT LAW

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RAYMOND JAMES TOWER
SUITE 401
2739 U. S. HIGHWAY 19
HOLIDAY, FLORIDA 34691

PHONE (727) 938-2806
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February 6, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

400003662554-5
-02/08/01-0118-021
*****78.75 *****78.75

IN RE: NEW WORLD COMMUNICATIONS, INC.

Dear Sir, ---

Enclosed please find original and copy of the Articles of Incorporation pertaining to the above-mentioned corporation together with the attached authorized signature of Resident Agent.

In accordance with my secretary's telephone conversation with Name Availability on January 30, 2001, the name indicated above is available since it is not the same or deceptively similar to the name of an existing corporation.

My check in the amount of \$78.75 is enclosed to cover your fees as follows:

Filing Fee.....	\$ 35.00
Certified Copy.....	8.75
Resident Agent.....	35.00
Total.....	\$ 78.75

Thank you for your cooperation. If you should have any questions, please feel free to contact my office.

Sincerely yours,

James C. Campisi

JCC/mag
encl.

2-9-01

ARTICLES OF INCORPORATION
OF
NEW WORLD COMMUNICATIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purposes of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit, does hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME, PRINCIPAL OFFICE, AND MAILING ADDRESS

The name of the Corporation shall be:

NEW WORLD COMMUNICATIONS, INC.

The mailing address of the corporation and the address of the principal office of the corporation is:

4305 Baden Drive
Holiday, Florida 34691

ARTICLE II. DURATION

This Corporation shall have perpetual existence and same shall commence its corporate existence at the time of filing of the Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III. PURPOSE

The general purpose for which this Corporation is organized includes engaging in the transaction of any and all lawful businesses for which organizations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE IV. GENERAL POWERS

This Corporation shall have the following corporate powers, to wit:

(a) To have a corporate seal, which may be altered at pleasure and to use the same by causing it, or a facsimile thereof to be impressed, affixed or in any manner reproduced.

(b) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property of any interest therein, wherever situated.

retirement plans, benefit plans, and other incentive and compensation plans for any or all of its directors, officers, and employees, and for any and all of the directors, officers and employees of its subsidiaries.

(n) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any shareholder for the purpose of acquiring at his/her death shares of its stock owned by the shareholder or by the spouse or children of the shareholder.

(o) To be promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust or other enterprise.

(p) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V. SHARES OF STOCK

The aggregate number of shares which this Corporation shall have authority to issue shall be SEVEN THOUSAND shares of common class only with a par value of One and no/100 (\$1.00) Dollar per share. Each holder of common stock in this Corporation shall be entitled to one vote for each share of common stock held by him or her.

ARTICLE VI. PREEMPTIVE RIGHTS

The shareholders of this Corporation shall have preemptive rights to acquire unissued or treasury shares of the Corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares in said Corporation.

ARTICLE VII. REGISTERED OFFICE

The street address of the Corporation's initial registered office is as follows, to wit:

4305 Baden Drive
Holiday, Florida 34691

ARTICLE VIII. REGISTERED AGENT

The name of the Corporation's initial registered agent at the above-mentioned address is as follows:

SANDRA RUARK

ARTICLE IX. BOARD OF DIRECTORS

The Board of Directors of this Corporation shall consist of one or more members, and the exact number thereof to be fixed by the bylaws of said Corporation. The initial Board of Directors shall consist of two members whose names and addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
John Ruark	4304 Baden Drive Holiday, Florida 34691
Sandra Ruark	4305 Baden Drive Holiday, Florida 34691

Said initial Board of Directors shall hold office until the first annual meeting of the shareholders and until their successors shall have been elected or qualified, or until their earlier resignation, removal from office or death, whichever shall first occur.

ARTICLE X. INCORPORATOR

The following person shall act as the incorporator of NEW WORLD COMMUNICATIONS, INC. by signing and delivering or causing to be delivered, said Articles of Incorporation in duplicate, to the Department of State of the State of Florida:

<u>NAME</u>	<u>ADDRESS</u>
Sandra Ruark	4305 Baden Drive Holiday, Florida 34691

ARTICLE XI. BYLAWS

The power to adopt, alter, amend or repeal bylaws, shall be vested in the Board of Directors. Bylaws adopted by the Board of Directors may be repealed, changed, and new bylaws may be adopted by the shareholders, and the shareholders may prescribe in any bylaws made by them that such bylaws shall not be altered, amended, or repealed by the Board of Directors. The bylaws may contain any provision for the regulations and management of the affairs of the corporation not inconsistent with law or with the Articles of Incorporation

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator have hereunto set my hand and seal this 6th day of February, 2001 for the purpose of this Corporation under the laws of the State of Florida, and we hereby make and file in the Office

of the Secretary of State, State of Florida, this Certificate of Incorporation and certify that the facts herein stated are true.


Sandra Ruark

STATE OF FLORIDA
COUNTY OF PASCO

BEFORE ME, this day personally appeared, **SANDRA RUARK**, who produced her Florida Driver's License as identification, and known to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS, our hands and official seal this 6th day February, 2001.


Linda Territo
Notary Public

My Commission Expires:



Linda Territo
MY COMMISSION # CC974081 EXPIRES
October 9, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

(c) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.

(d) To lend money to, and use its credit to assist its officers and employees in accordance with Section 607.141.

(e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof.

(f) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

(g) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(h) To conduct its business, carry on its operations and have offices and exercise the power granted by the Florida General Corporation Act within or without this State.

(i) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(j) To make and alter bylaws not inconsistent with its Articles of Incorporation or with the laws of this State, for the administration and regulations of the affairs of the corporation.

(k) To make donations for the public welfare or for charitable, scientific or education purposes.

(l) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

(m) To pay pensions and establish and carry out pension plans, profit sharing plans, stock bonus plans, stock option plans,

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST - NEW WORLD COMMUNICATIONS, INC. DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL
PLACE OF BUSINESS AT CITY OF HOLIDAY, COUNTY OF PASCO, HAS NAMED
SANDRA RUARK LOCATED AT 4305 Baden Drive, Holiday, Florida, 34691,
COUNTY OF PASCO, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

SIGNATURE: Sandra Ruark
Sandra Ruark

TITLE: Secretary/Treasurer

DATE: February 6, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: Sandra Ruark
(Resident Agent)

DATE: February 6, 2001

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TALLAHASSEE, FLORIDA