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**Florida Department of State  
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**To:**  
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**From:** Nery C. Toledo, Legal Assistant  
Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.  
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**FLORIDA PROFIT CORPORATION OR P.A.  
TOP ONE PUBLISHING, INC.**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION  
OF  
TOP ONE PUBLISHING, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the corporation is TOP ONE PUBLISHING, INC. (hereinafter called the "Corporation").

**ARTICLE II  
PRINCIPAL ADDRESS**

The principal office address of the Corporation is:

2401 Collins Avenue, Apt. 705  
Miami Beach, Florida 33140

**ARTICLE III  
MAILING ADDRESS**

The mailing address of the Corporation is:

1521 Alton Road, #439  
Miami Beach, Florida 33139

**ARTICLE IV  
CAPITAL STOCK**

The number of shares of stock that the Corporation is authorized to issue is One Million (1,000,000) shares, \$0.01 par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the Corporation's initial registered office is: One Southeast Third Avenue, 28th Floor, Miami Beach, Florida 33131. The name of the Corporation's initial registered agent at that office is: American Information Services, Inc.

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**ARTICLE VI**  
**INCORPORATOR**

The name and street address of the incorporator of the Corporation is: Stephen P. Johnson, Esq., at One Southeast Third Avenue, 28th Floor, Miami, Florida 33131.

**ARTICLE VII**  
**INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 12th day of July, 2001.

  
\_\_\_\_\_  
Stephen P. Johnson, Esq., Incorporator

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**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of TOP ONE PUBLISHING, INC., a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 13 day of July, 2001.

American Information Services, Inc.

By: Nery C. Toledo, Asst. Sec.  
Nery C. Toledo, Assistant Secretary

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