

P01000097104

CARNEY BUSSELL AND ASSOCIATES

LAW FIRM, P.A.

201 E. Government St.

Pensacola, FL 32501

(850) 287-4LAW

Fax (850) 432-0484

E-mail: bussell@scbussell.com

October 2, 2001

FILED
01 OCT -3 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA OVERNIGHT DELIVERY

800004621298--3
-10/03/01--01032--006
*****87.50 *****87.50

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Pohl Publishing, Inc.

Dear Ladies:

Enclosed are the following:

1. Articles of Incorporation for Pohl Publishing, Inc.;
2. Designation and Acceptance of Registered Agent of Pohl Publishing, Inc.;
3. A check for \$87.50 for your filing fee, a certified copy and a Certificate of Status; and
4. A self-addressed, stamped envelope.

Please file the Articles of Incorporation and return proof of filing, as well as the Certificate of Status, to this office in the envelope provided.

If you have any questions, please do not hesitate to contact me.

Sincerely,



SALLY CARNEY BUSSELL

SCB/cgb
Enclosures

E:\Pohl Publishing, Inc\Secretary of State ltr.doc

J. BRYAN OCT - 5 2001

**ARTICLES OF INCORPORATION
OF
POHL PUBLISHING, INC.**

FILED
01 OCT -3 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this Corporation shall be:

POHL PUBLISHING, INC.

and its principal office and mailing address shall be at: 312 East Nine Mile Road, Suite 11-409, Pensacola, Florida 32514.

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 10,000 shares of Common Stock.

ARTICLE IV

TERM OF EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

312 East Nine Mile Road
Suite 11-409
Pensacola, Florida 32514

The name of the initial registered agent of this Corporation at that address shall be:

Belinda E. Puetz

ARTICLE VI

DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

Belinda E. Puetz

312 East Nine Mile Road
Suite 11-409
Pensacola, FL 32514

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

Name

Street Address

Belinda E. Puetz

312 East Nine Mile Road
Suite 11-409
Pensacola, FL 32514

ARTICLE VIII

PREEMPTIVE RIGHTS

Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Pensacola, Florida, for the uses and purposes aforesaid, this _____ day of _____, 2001.

Belinda E. Puetz
Belinda E. Puetz, Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing document was executed before me this 2nd day of October, 2001, by Belinda E. Puetz, who is personally known to me and who did take an oath.

SALLY C. BUSSELL
Notary Public - State of Florida
My Commission Expires **September 29, 2003**
Comm. No. CC 853396

Sally Bussell
~~Notary Public~~ - State of Florida

DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

OF

POHL PUBLISHING, INC.

Pursuant to Section 48.091 and Chapter 607, Florida Statutes, POHL PUBLISHING, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 312 East Nine Mile Road, Suite 11-409, Pensacola, FL 32514, has named Belinda Puetz located thereat as its registered agent to accept service of process within this state.

POHL PUBLISHING, INC.

By: Belinda E. Puetz
Belinda E. Puetz, Incorporator

Having been named as registered agent to accept service of process for the above-stated Corporation, at the location designated herein, I accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

POHL PUBLISHING, INC.

By: Belinda E. Puetz
Belinda E. Puetz
Its: Registered Agent

FILED
01 OCT -3 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA