

JAN- 7-02 MON 6:16 PM

Division of Corporations

**FD200002297**

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

02 JAN -8 PM 1:36  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H02000005070 6)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

EFFECTIVE DATE

01/07/02

To: Division of Corporations  
Fax Number : (850) 205-0381

From: Account Name : FILINGS, INC.  
Account Number : 072720000101  
Phone : (850) 385-6735  
Fax Number : (954) 641-4192

**FLORIDA PROFIT CORPORATION OR P.A.**

**NATIONAL SUBSCRIPTION SERVICES, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

JAN- 7-02 MON 6:17 PM

#02000005070

P. 2  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

02 JAN -8 PM 1:36

**ARTICLES OF INCORPORATION  
OF  
NATIONAL SUBSCRIPTION SERVICES, INC.**

EFFECTIVE DATE

**ARTICLE I - NAME**

The name of this corporation is NATIONAL SUBSCRIPTION SERVICES, INC.

**ARTICLE II - PRINCIPAL ADDRESS**

6466 N.W. 5<sup>th</sup> Way, Ft. Lauderdale, Florida 33309

**ARTICLE III - COMMENCEMENT**

This corporation shall commence on the date of execution and acknowledgment of these Articles.

**ARTICLE IV - PURPOSE**

This corporation is organized for the primary purpose of acting as a magazine subscription service company.

**ARTICLE V - CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of \$1.00, par value, common stock. At time of issue, the shares shall be owned as follows:

1,000 shares issued to Frank Tirico

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 8751 W. Broward Blvd., Suite 106, Plantation, Florida 33324 and the name and address of the initial registered agent is ANDREW G. ROSENBERG, 8751 W. Broward Blvd., Suite 106, Plantation, Florida 33324.

#02000005070

402000005070

Prepared by:  
Andrew G. Rosenberg, Esq.  
Florida Bar #0012904  
8751 W. Broward Blvd., Suite 106  
Plantation, Florida 33324

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have one director initially. The number of directors shall be established by the bylaws and may be either increased or diminished from time to time as provided in the bylaws. The name and address of the initial director is:

Frank Tirico, 6466 N.W. 5<sup>th</sup> Way, Ft. Lauderdale, Florida 33309

#### **ARTICLE VIII - INCORPORATOR**

The name and address of the people signing these articles are:

Andrew G. Rosenberg  
8751 W. Broward Blvd., Suite 106  
Plantation, Florida 33324

#### **ARTICLE IX - BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors.

#### **ARTICLE X - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash or other property of any previously unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE XI - MANAGEMENT OF CORPORATION BY SHAREHOLDERS**

Anything to be contrary contained in these articles of incorporation notwithstanding, if the Shareholders of this corporation shall so elect, they may exercise all powers and conduct the business and affairs of this corporation in lieu of the board of directors.

402000005070

1102000005070

Prepared by:  
Andrew G. Rosenberg, Esq.  
Florida Bar #0012904  
8751 W. Broward Blvd., Suite 106  
Plantation, Florida 33324

#### **ARTICLE XII - INDEMNIFICATION**

Subject to the qualifications contained in Section 607.0850, Florida Statutes, the corporation shall indemnify its officers and directors and former officers and directors against expenses (including attorneys fees), judgments, fines and amounts paid in settlement arising out of his or her services as an officer or director of the corporation.

#### **ARTICLE XIII - AMENDMENT**

The corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

The undersigned incorporator has executed these articles of incorporation this  
7<sup>th</sup> day of January, 2002.

  
\_\_\_\_\_  
Andrew G. Rosenberg, Incorporator

1102000005070

JAN- 7-02 MON 6:18 PM

HO2000005070

P. 5

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

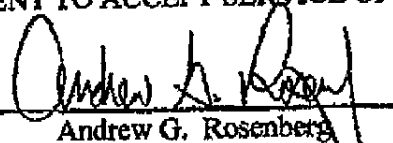
02 JAN -8 PM 1:36

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

**IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:**

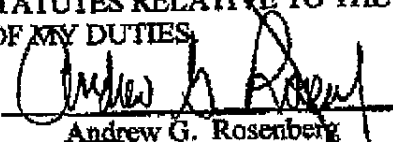
**FIRST -- THAT NATIONAL SUBSCRIPTION SERVICES, INC., DESIRING TO  
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,  
WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF FT.  
LAUDERDALE, COUNTY OF BROWARD, STATE OF FLORIDA HAS NAMED  
ANDREW G. ROSENBERG (REGISTERED AGENT) LOCATED AT 8751 W.  
BROWARD BLVD., SUITE 106, PLANTATION, FLORIDA 33324, COUNTY OF  
BROWARD, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF  
PROCESS WITHIN FLORIDA.**

SIGNATURE:

  
Andrew G. Rosenberg

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED 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:

  
Andrew G. Rosenberg

DATE:

HO2000005070