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LAW OFFICE  
**PEACOCK & GAFFNEY**  
PROFESSIONAL ASSOCIATION  
2348 SUNSET POINT ROAD  
CLEARWATER, FLORIDA 33765

June 12, 2002

(727) 796-7774  
FAX (727) 797-6317

RAY PEACOCK  
PATRICK F. GAFFNEY+

PEGGY BURKE BEVILLE

+ BOARD CERTIFIED  
MARITAL & FAMILY LAWYER

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL. 32301

Re: Mosaic Publishing Group, Inc.

Gentlemen:

Enclosed herewith please find the Charter for the above-referenced corporation, which we request that you file in your office. Also enclosed is a copy of the same, which we request that you certify and return to us.

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

Filing Fee	\$35.00
Certified copy	8.75
Resident Agent	35.00
	<u>\$ 78.75</u>

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If anything further is required, please do not hesitate to contact me.

Sincerely yours,

  
Ray Peacock

RP:jm  
Enclosures

FILED  
02 JUN 17 PM 2:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BM 6/18

ARTICLES OF INCORPORATION  
OF —  
MOSAIC PUBLISHING GROUP, INC.

FILED  
JUN 17 PM 2:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Mosaic Publishing Group, Inc.  
The address for the corporation is 1127 Grove Street, Clearwater,  
Florida 33755.

ARTICLE II - DURATION

This corporation shall exist for a perpetual period.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting  
any or all lawful business for which corporations may be  
incorporated.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of Five  
Dollar (\$5.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

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

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this  
corporation is 1127 Grove Street, Clearwater, Florida 33755, and  
the name of the initial registered agent of this corporation at  
that address is Bruce Wallace.

Agency Accepted:

By: B. Wallace  
BRUCE WALLACE

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than three (3). The names and addresses of the initial director of this corporation are:

Bruce Wallace, 1127 Grove Street, Clearwater, Florida 33755

Joe Wattam, 1127 Grove Street, Clearwater, Florida 33755

Terry Gauthier, 1127 Grove Street, Clearwater, Florida 33755.

#### ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these Articles are:

Bruce Wallace, 1127 Grove Street, Clearwater, Florida 33755.

#### ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

#### ARTICLE X - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

#### ARTICLE XI - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

#### ARTICLE XII - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in (special) meetings of the Board of Directors by means of conference telephone as provided by law, but (regular) meetings of the Board of Directors must be attended in fact in person by each Director.

ARTICLE XIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV - AMENDMENT

This 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.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 12 day of June, 2002.

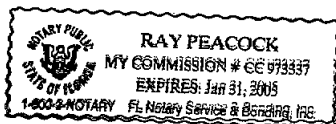
B. Wallace

Bruce Wallace  
"Subscriber"

STATE OF FLORIDA  
COUNTY OF PINELLAS

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared BRUCE WALLACE who is personally known to me or produced driver's license as identification, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid this 12 day of June, 2002.



[Signature]  
Notary Public

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0505, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: MOSAIC PUBLISHING GROUP, INC.
2. The name and address of the registered agent and office is  
BRUCE WALLACE, 1127 Grove Street, Clearwater, FL. 33755

SIGNATURE: B. Wall  
(corporate officer)

TITLE President

DATE 6-12-02

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505, FLORIDA STATUTES.

SIGNATURE B. Wall  
BRUCE WALLACE  
DATE 6-12-02

FILED  
02 JUN 17 PM 2:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA