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SECKETATIVE OF OF OR

FRANK M. GAFFORD ATTORNEY AT LAW 224 EAST DUVAL STREET LAKE CITY, FLORIDA 32055

FRANK M. GAFFORD

January 29, 2004

(386) 752-5468 FAX (386) 752-3383

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

RE: Senior Saver Publishing, Inc.

Dear Sir or Madam:

Enclosed please find an original and copy of the Articles of Incorporation for Senior Saver Publishing, Inc. for filing. I also enclose our check in the amount of \$78.75 to cover the cost of filing and certified copy.

If you have any questions, please feel free to contact me.

Yours very truly,

Suzette Woolsey Paralegal to

Frank M. Gafford

Enc.

ARTICLES OF INCORPORATION

FILED

OF

SENIOR SAVER PUBLISHING, INC.

2004 JAN 30 A 10: 06 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of this corporation is SENIOR SAVER PUBLISHING, INC.

ARTICLE II DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgment of these articles.

ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of stock at \$1.00 par value common stock

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 224 East Duval Street, Lake City, Florida 32055 and the name of the initial registered agent of this corporation is Frank M. Gafford.

ARTICLE VI MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, except this corporation shall not have the power to be a promotor, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.

ARTICLE VII INCORPORATOR

The named and address of the person signing these articles is Frank M. Gafford.

ARTICLE VIII BYLAWS

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

ARTICLE IX RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite their names:

30 shares John M. Gafford

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to this corporation. The price

and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

ARTICLE X CALLING OF SPECIAL MEETINGS

Special meetings of the shareholders may be called by any one of the Shareholders.

ARTICLE XI SHAREHOLDER QUORUM AND VOTING

51 % of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of 51 % of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XII APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not that approval is required by law.

ARTICLE XIII SHAREHOLDERS' MEETING REQUIRED

Any action of the shareholders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided 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 to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of

Incorporation on this <u>29</u> day of January, 2004.

Frank M. Gafford

STATE OF FLORIDA COUNTY OF COLUMBIA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Frank M. Gafford to me known to be the person described as Subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the County and State last aforesaid this <u>ac</u> day of January, 2004.

SUZETTE C. WOOLSEY
MY COMMISSION # DD 113672
EXPIRES: July 6, 2006
Bonded Thru Notary Public Underwriters

(NOTARIAL SEAL)

Suzette () Woolsey Notary Public

My Commission Expires:

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

Pursuant of Chapter 48.091, Florida States, the following is submitted, in compliance with said Act:

That SENIOR SAVER PUBLISHING, INC.. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 18709 cr 136, Live Oak, Florida 32060 has named FRANK M. GAFFORD, at 224 East Duval Street, Lake City, Florida 32055 as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process of the stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Articles of Incorporation relative to keeping open said office.

FRANK M. GAFFORD

2001 JAN 30 A 10: 06
SECRETARY OF STATE
TALLAHASSEF, FI ORIOA