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FLORIDA PROFIT CORPORATION OR P.A.

Tierra Verde News, Inc.

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H04000030823 3

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**ARTICLES OF INCORPORATION
OF
TIERRA VERDE NEWS, INC.**

The undersigned Incorporator to these Articles of Incorporation, a natural person, competent to contract, does hereby form a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME. The name of this Corporation is TIERRA VERDE NEWS, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS. The principal place of business of this Corporation is 390 Pinellas Bayway, Suite D, Tierra Verde, Florida 33715.

ARTICLE III - DURATION. This Corporation shall have perpetual existence unless dissolved according to law.

ARTICLE IV - BUSINESS. The primary business of this Corporation is publishing a community newspaper and the sale of advertising, and any and all other lawful businesses for which corporations may be incorporated under the laws of the State of Florida, subject to the limitations by Chapter 621, Florida Statutes.

ARTICLE V - CAPITAL STOCK. The maximum number of shares of stock authorized to be issued by this Corporation is one hundred (100) shares of capital stock of the par value of \$1.00 each, all of which shall have the same rights and privileges.

ARTICLE VI - PREEMPTIVE RIGHTS. The Shareholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, but in either case only at such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT. The street address of the initial registered office of this Corporation is: 390 Pinellas Bayway, Suite D, Tierra Verde, Florida 33715, and the name of the individual registered agent of this Corporation at that address is: Arthur J. Zelenak, Sr. The Corporation shall have the privilege of establishing such other branch offices in any other location or any other city or town in this state or any other State or Country, as may be approved by its Board of Directors.

H04000030823 3

ARTICLE VIII - INITIAL BOARD OF DIRECTORS. This Corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The names and addresses of the initial Directors of this Corporation are:


ARTHUR J. ZELENAK, SR. - 390 Pinellas Bayway, Suite D
Tierra Verde, FL 33715

ARTICLE IX - INDEMNIFICATION. The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR. The name and address of the person signing these Articles of Incorporation is:

ARTHUR J. ZELENAK, SR. - 390 Pinellas Bayway, Suite D
Tierra Verde, FL 33715

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation of TIERRA VERDE NEWS, INC., this 10 day of February, 2004.


Arthur Zelenak, Sr.

STATE OF FLORIDA

COUNTY OF PINELLAS

I hereby certify that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, ARTHUR ZELENAK, SR. to me personally known and known to me to be the individual described in the foregoing Articles of Incorporation, (or who produced KNOWN TO ME as identification), who took an oath and who acknowledged that this instrument was freely and voluntarily executed for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in Hillsborough County, Florida, this 10 day of February, 2004.


NOTARY PUBLIC
My Commission Expires:

H04000030823 3

- 2 -

FREEBORN & FREEBORN
ATTORNEYS AT LAW DUNEDIN, FLORIDA




H04000030823 3

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

I HEREBY ACCEPT the designation of Registered Agent to accept service of process for the Florida Corporation TIERRA VERDE NEWS, INC. I am familiar with, and accept the obligations of, Section 607.325 of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned Registered Agent has executed these Articles of Incorporation of TIERRA VERDE NEWS, INC., this 10 day of February, 2004.


Arthur J. Zelenak, Sr.
Registered Agent

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