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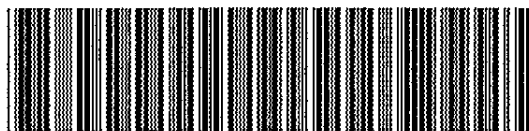
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Admitted in Florida
and North Carolina

LAW OFFICES

Paul M. Kade

Dadeland Towers North • Suite 400
9200 South Dadeland Boulevard
Miami, Florida 33156-2712

Tel.: (305) 670-6929
Fax: (305) 670-9990

February 25, 2004

Florida Department of State
Division of Corporations
409 East Gainesville Street
Tallahassee, Florida 32399

Re: W&W Publishing Corp.
Our File No.: 1702.1

Dear Sir/Madam:

Enclosed for filing are Articles of Incorporation for W&W Publishing Corp. Also enclosed is a check in the amount of \$87.50 to pay for filing of the Articles of Incorporation, a certified copy of the Articles of Incorporation, and a Certificate of Status for W&W Publishing Corp.

We would appreciate your forwarding the certified copies of the Articles of Incorporation and the Certificate of Status to our office in the enclosed pre-addressed stamped envelope.

Thank you for your cooperation in this matter.

Very truly yours,



Paul M. Kade

PMK/dgw
Enclosures

ARTICLES OF INCORPORATION

OF

W&W PUBLISHING CORP.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I - NAME

The name of this Corporation is **W&W PUBLISHING CORP.**

ARTICLE II - PRINCIPAL PLACE OF BUSINESS & MAILING ADDRESS

The principal place of business and mailing address of the Corporation shall be: 9200 South Dadeland Blvd., Suite 400, Miami, Florida 33156.

ARTICLE III - DURATION

The Corporation shall have a perpetual existence.

ARTICLE IV - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States of America and the State of Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 7,500 shares of common stock having a par value of \$1.00 per share. All shares of stock issued by the Corporation shall be paid in lawful money of the United States of America or in property, the just value of which shall be fixed by the Board of Directors in the manner provided for by the laws of the State of Florida.

ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT

The initial registered office of this Corporation shall be Dadeland Towers North, Suite 400, 9200 South Dadeland Blvd., Miami, Florida 33156-2712, and the initial registered agent of this Corporation at such office shall be Paul M. Kade, who upon accepting this designation agrees to comply with the

provisions of §48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than one (1) nor more than three (3). The names and addresses of the directors constituting the initial Board of Directors are:

**PAUL M. KADE
Dadeland Towers North, Suite 400
9200 South Dadeland Blvd.
Miami, Florida 33156**

ARTICLE VIII - OFFICERS

The affairs of this Corporation shall be managed by its Board of Directors, acting through the officers of the Corporation consisting of a President, Vice President, Treasurer, and Secretary, and any other assistant vice presidents and secretaries as may be designated in the By-Laws of the Corporation. The officers of the Corporation shall be elected in the manner set forth in the By-Laws.

ARTICLE IX - BY-LAWS

The Board of Directors shall have full power to adopt, amend, or rescind the By-Laws by majority vote.

ARTICLE X - AMENDMENT

Amendments to these Articles of Incorporation may be proposed by any shareholder, officer, or director. The Articles of Incorporation may be amended by resolution passed by a majority vote of the Board of Directors.

ARTICLE XI - INCORPORATORS

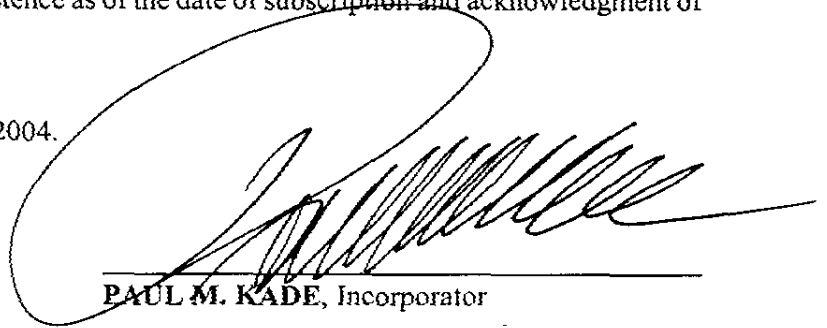
The name and address of the person signing these Articles of Incorporation is:

PAUL M. KADE
Dadeland Towers North, Suite 400
9200 South Dadeland Blvd.
Miami, Florida 33156

ARTICLE XII - COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence existence as of the date of subscription and acknowledgment of these Articles of Incorporation.

DATED this 25 day of February, 2004.



PAUL M. KADE, Incorporator

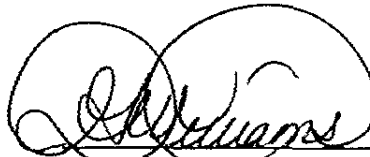
STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

The foregoing Articles of Incorporation of **W&W PUBLISHING CORP.**, were acknowledged before me this 25th day of February, 2004, by Paul M. Kade, as Incorporator.

My Commission Expires:



Desiree G. Williams
Commission #DD289860
Expires: Mar 21, 2008
Bonded Thru
Atlantic Bonding Co., Inc.



NOTARY PUBLIC
State of Florida at Large

Personally Known: X or

Produced Following Identification: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **W&W PUBLISHING CORP.**, at the place designated in the Articles of Incorporation, I, **PAUL M. KADE**, agree to act in this capacity, and agree to comply with the provisions of Section 48.091 relative to keeping open such office.

DATED this 25 day of February, 2004.



PAUL M. KADE, Registered Agent