

EDWARD de R. CAYIA, P.A.

ATTORNEY AT LAW

432 N.E. THIRD AVENUE

FORT LAUDERDALE, FLORIDA 33301-3234

(954) 765-1400 / FAX (954) 765-1421

June 16, 2004

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

Re: BECHERT De ANGELIS PUBLISHING COMPANY

Dear Sir or Madam:

Enclosed herewith please find the Articles of Incorporation for the above-referenced corporation, and my operating account check in the amount of \$78.75 covering the various fees.

Please forward a certified copy of the Articles, and the Charter Number to this office at the above address.

Thank you for your attention to this matter.

Sincerely,



Edward de R. Cayia, P.A.

EC/ss

Enclosures

ARTICLES OF INCORPORATION
OF
BECHERT De ANGELIS PUBLISHING COMPANY.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 JUN 19 PM 2:39

FILED

ARTICLE I. NAME

The name of the corporation shall be BECHERT De ANGELIS PUBLISHING COMPANY.

ARTICLE II. TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is organized to engage in the print publishing industry and related fields, and to do any and all other acts necessary to the fulfillment of such endeavors.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$5.00 value stock.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 2141 S.W. 28th Way, Fort Lauderdale, FL 33312. The name of the initial registered agent of this corporation at that address is KEVIN J. BECHERT.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The

number of Directors may be either increased or diminished from time to time according to the ByLaws. The name and address of the initial Directors of the corporation are KEVIN J. BECHERT and JOHN De ANGELIS at 2141 S.W. 28th Way, Fort Lauderdale, FL 33312.

ARTICLE VII. INCORPORATION

The name and address of the person signing these Articles of Incorporation is KEVIN J. BECHERT of 2141 S.W. 28th Way, Fort Lauderdale, FL 33312.

ARTICLE VIII. BYLAWS

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

ARTICLE IX. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall not be resold or otherwise transferred to other persons unless such shares are first offered to the initial shareholders of the corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE X. CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by written notice delivered to each shareholder three (3) business days prior to the meeting date.

ARTICLE XI. SHAREHOLDER QUORUM AND VOTING

Fifty One percent of the shares entitled to vote, represented

in person or by proxy, shall constitute a quorum of a meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XII. MANAGEMENT OF CORPORATION BY DIRECTORS

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 Board of Directors of the corporation.

ARTICLE XIII. DIRECTOR QUORUM AND VOTING

Two (2) Directors shall constitute a quorum for a meeting of the Directors. If a quorum is present, the affirmative vote of the majority of the Directors present shall be the act of the Board of Directors.

ARTICLE XIV. MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone, as provided by law.

ARTICLE XV. ACTION BY DIRECTORS WITHOUT A MEETING

The Directors of this corporation may take action by written consent, as provided by law.

ARTICLE XVI. INDEMNIFICATION

This corporation shall indemnify all officers or Directors or any former officer or Director, to the full extent permitted by law.

ARTICLE XVII. AMENDMENT

This corporation reserves the right to amend or repent any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 16 day of June, 2004.

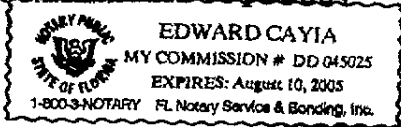
Kevin J. Bechert
KEVIN J. BECHERT, Incorporator

STATE OF FLORIDA)
) SS.:
COUNTY OF BROWARD)

16 The foregoing instrument was acknowledged before me on this day of June, 2004, by KEVIN J. BECHERT, personally known to me, on oath.

Edward Cayia
Notary Public - State of Florida
at Large

My commission expires:



The undersigned, having been named as Registered Agent to accept Service of Process for BECHERT De ANGELIS PUBLISHING COMPANY at 2141 S.W. 28th Way, Fort Lauderdale, FL 33312, does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the complete and proper performance of his duties.

Kevin J. Bechert
KEVIN J. BECHERT, Registered Agent