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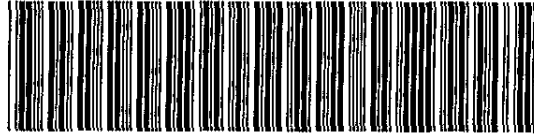
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05 MAR 25 PM 12:52
FALL ABRASSEE, FLORIDA

L. Burch MAR 21 2005

RICHARD J. PAULL
ACCOUNTING & TAX PROFESSIONAL
12230 FOREST HILL BLVD. #110-Q
WELLINGTON, FLORIDA 33414
rpaul@tx.netcom.com

561-790-7137

561-795-2671 FAX

March 20, 2005

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

Dear Sirs:

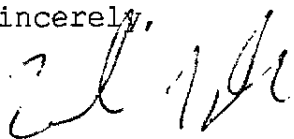
Enclosed herewith please find an original and copy of Articles of Incorporation and a check in the amount of \$78.75 representing the filing fees for the Articles of Incorporation for a profit corporation, to wit:

SOUTH FLORIDA WOMAN MAGAZINE, INC.

Please send the completed, filed Articles of Incorporation to:

Richard J. Paull
12230 Forest Hill Blvd. #110-Q
Wellington, FL 33414

Sincerely,


Richard J. Paull

ARTICLES OF INCORPORATION
OF
SOUTH FLORIDA WOMAN MAGAZINE, INC.

FILED
05 MAR 25 PM 12: 52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, being natural persons, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is SOUTH FLORIDA WOMAN MAGAZINE, INC.

ARTICLE II - PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock, having a par value of \$1.00, which shall be designated as Equal Shares.

ARTICLE IV - TERMS OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director(s) initially. The number of directors may be increased from time to time by the bylaws. The names and addresses of the initial director(s) of this corporation is (are):

GEORGIA JACOVIELLO
13500 FOUNTAINVIEW BLVD.
WELLINGTON, FL 33414

ARTICLE VI - OFFICERS

The affairs of this corporation shall be administered by the officers holding the offices as designated in the bylaws. The name(s) and address(es) of the officer(s) who shall serve until the first meeting of the Board of Directors are as follows:

GEORGIA JACOVIELLO (P, VP, T. S)
13500 FOUNTAINVIEW BLVD
WELLINGTON, FL 33414

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors of this corporation.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent shall be GEORGIA JACOVIELLO 13500 FOUNTAINVIEW BLVD, WELLINGTON, FL 33414.

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent of the law.

ARTICLE X - CORPORATE ADDRESS

The initial address in the State of the principal office of the corporation shall be

13500 FOUNTAINVIEW BLVD.
WELLINGTON, FL 33414

The board of directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE XI - AMENDMENT

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

ARTICLE XII - SUB-CHAPTER S CORPORATION

This corporation may elect to be treated as a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XIII - INCORPORATORS

The name(s) and address (es) of the person(s) signing these Articles of Incorporation is (are):

GEORGIA JACOVIELLO
13500 FOUNTAINVIEW BLVD.
WELLINGTON, FL 33414

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed these Articles of Incorporation on this 15 day of FEBRUARY 2005.

Georgia Jacoviello

GEORGIA JACOVIELLO

STATE OF FLORIDA)


COUNTY OF PALM BEACH)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, GEORGIA JACOVIELLO [] personally appeared before me [] known to me and known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she has executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, on this 15 day of FEBRUARY 2005.

Allan R Traiger

Notary Public
My Commission Expires:

 Allan R Traiger
My Commission DD251388
Expires December 30, 2007

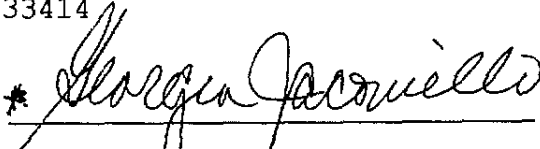
Notary Public

BY ACCEPTING THESE:

ACCEPTANCE OF POSITION AS REGISTERED AGENT

I hereby certify that I accept the position as registered agent for the corporation described herein. My address is

13500 FOUNTAINVIEW BLVD.
WELLINGTON, FL 33414



GEORGIA JACOVIELLO