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FLORIDA PROFIT/NON PROFIT CORPORATION

CMP CREATIVE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
CMP CREATIVE, INC.**

The undersigned, acting as incorporator of CMP Creative, Inc. under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is CMP Creative, Inc. (the "Corporation").

ARTICLE II - ADDRESS

The street address of the principal office and the mailing address of the Corporation are:

426 SW Commerce Drive, Suite I30
Lake City, Florida 32025

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of performing any lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - DURATION AND EXISTENCE; EFFECTIVE DATE

The Corporation will exist perpetually. These Articles of Incorporation shall be effective as of May 17, 2006, unless the filing of these Articles of Incorporation occurs more than five (5) business days thereafter, in which event such existence commences on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE V - AUTHORIZED SHARES

The maximum number of shares the Corporation is authorized to issue is 100,000 shares of common stock having a par value of \$0.01 per share. Each share of outstanding common stock shall carry with it the right to one vote on any matter the shareholders of the Corporation are entitled to vote, as provided in these Articles of Incorporation and the Corporation's bylaws. Each share of common stock shall be entitled to an equal portion of any dividend paid in respect of the common stock. The holders of the common stock shall be entitled to the net proceeds of the Corporation upon its dissolution in accordance with the Corporation's bylaws and as provided by law.

ARTICLE VI - REGISTERED OFFICE AND AGENT

Prepared by:
Driver, McAfee, Griggs & Peek, P.L.
One Independent Drive, Suite 1200
Jacksonville, Florida 32202
904-301-1269

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The Corporation hereby (i) designates 426 SW Commerce Drive, Suite 130, Lake City, Florida 32025 as the street address of the Corporation's registered office, and (ii) names Scott D. Stewart as the Corporation's registered agent at that address to accept service of process within the State of Florida.

ARTICLE VII - BOARD OF DIRECTORS

The number of directors may be increased or decreased from time to time, as provided in the Corporation's bylaws, but shall never be less than one (1).

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator are:

Name

Address

Scott D. Stewart

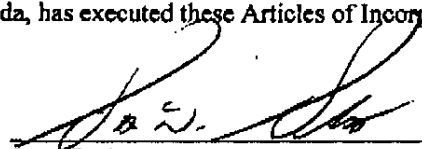
426 SW Commerce Drive, Suite 130

Lake City, Florida 32025

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

IN WITNESS WHEREOF, the undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation.



Scott D. Stewart, Incorporator

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ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby agrees to act as registered agent for the Corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Business Corporation Act, and hereby acknowledges that it is familiar with, and accepts the obligations of such position.

Dated: May 17, 2006

By:



Scott D. Stewart

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