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Domenic H. Altomare

Attorney at Law  
9770 Old Baymeadows Road  
Suite #139  
Jacksonville, Florida 32256  
(904) 641-8008

March 20, 1995

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

SUBJECT: JOHNSON ASSOCIATES PUBLICATIONS, INC.  
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles  
of incorporation for the above corporation and a check in the  
amount of \$122.50.

FROM: Domenic P. Altomare  
9770 Old Baymeadows Rd. Suite 139  
Jacksonville, FL 32256  
(904) 642-8008

Sincerely,

*Domenic P. Altomare*

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-03/29/95--01008--005  
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DPA/aa  
enclosure  
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Note: Additional copy of articles is needed only when certified  
copy is requested.

ARTICLES OF INCORPORATION

OF

JOHNSON ASSOCIATES PUBLICATIONS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

FILED  
95 MAR 28 11 11 AM  
CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

JOHNSON ASSOCIATES PUBLICATIONS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

JOHNSON ASSOCIATES PUBLICATIONS, INC.

5039 Timuquana Rd, #18

Jacksonville, Fl. 32210

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares of common stock, which shall be designated "common shares".

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of this corporation is 5039 Timuquana Rd. #18, Jacksonville, Fl. 32210 and the name of the initial registered agent at that address is Ms. Anne M. Johnson.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Anne M. Johnson  
5039 Timuquana Rd. #18  
Jacksonville, Fl. 32210

ARTICLE VI DURATION

This corporation shall have perpetual existence.

ARTICLE VII PURPOSE

The corporation is organized for the following purposes:

To exercise all the powers that now or may hereafter be conferred upon corporations generally by the laws of the State of Florida and to engage in any other lawful activities within the purposes for which corporations may be organized under the laws of the State of Florida.

ARTICLE VIII BY-LAWS

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


ARTICLE IX NON-RESTRICTION OF CONTRACT

No contract or other transaction of the corporation with any person, firm or other corporation, in the absence of fraud or wrongdoing shall be effected or invalidated by the fact that any director of this corporation is party to or interested in such contract or other transaction or in any way connected with such person, firm or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that might otherwise exist from his contracting with this corporation for the benefit of himself or any other firm, person or corporation in which he may be in any way interested.

ARTICLE X AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law, and any right conferred upon the shareholders is subject to this reservation. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereof, unless all of the directors and stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

The undersigned has executed these Articles of Incorporation this 25 day of March, 1995.



Anne M. Johnson

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sec 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida:

1. The name of the corporation is:

JOHNSON ASSOCIATES PUBLICATIONS, INC.

2. The name and address of the registered agent and office is:

Ms. Anne M. Johnson  
5039 Timuquana Rd. #18  
Jacksonville, FL 32210

SIGNATURE

Anne M. Johnson  
(Corporate Officer)

TITLE

President

DATE

March 25, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Anne M. Johnson

DATE

March 25, 1995

FILED  
95 MAR 28 11 01 AM  
STATE OF FLORIDA  
TALLAHASSEE