

ATTORNEY AT LAW
FLORIDA SUPREME COURT CERTIFIED MEDIATOR

(305) 748-0090
FAX (305) 749-5255

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

SEP 17 11:03:31
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PAX PUBLISHING COMPANY, INC.**

FILED
95 APR 17 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is PAX PUBLISHING COMPANY.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock, each share having a par value of \$5.00.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII - REGISTERED OFFICE AND AGENT
AND PRINCIPAL PLACE OF BUSINESS**

The street address of the corporation's registered office and its principal place of business is 7451 West Oakland Park Boulevard #C, Fort Lauderdale, Florida 33319, and the name of the registered agent of this corporation at said address is STEPHEN ALPERT.

ARTICLE VIII- INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

Stephen Alpert
7451 West Oakland Park Boulevard #C
Fort Lauderdale, Florida 33319

ARTICLE IX - INCORPORATOR

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

Stephen Alpert
7451 West Oakland Park Boulevard #C
Fort Lauderdale, Florida 33319

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 24th day of February, 1995.

Stephen Alpert

STEPHEN ALPERT, Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 24th day of February, 1995, by Stephen Alpert, who is personally known to me, or who has produced his driver's license a identification, and who did take an oath.

Elaine M. Michelson

Notary Public, State of Florida
My Commission Expires

OFFICIAL NOTARY SEAL
ELAINE M. MICHELSON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. 00000000
COMMISSION EXPIRES 02/28/97

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 607.34, Florida Statutes, the following is submitted in compliance with said Act.

That PAX PUBLISHING COMPANY, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Fort Lauderdale, County of Broward, State of Florida, has named STEPHEN ALPERT, located at 7451 West Oakland Park Boulevard #C, in the City of Fort Lauderdale, County of Broward, State of Florida, as its agent to accept service of process within this State.

Stephen Alpert

President

Having been named to accept service of process for PAX PUBLISHING COMPANY, INC., at the place designated in this certificate, I hereby agree to act in this capacity and I agree to comply with the provisions of said Act relative to keeping open said office.

Stephen Alpert

Stephen Alpert, Registered Agent

Dated: February 24, 1995

CELESTINE, FLORIDA
TALLAHASSEE, FLORIDA