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LAW OFFICES OF S. SY SHERR
523 South Washington Boulevard
Sarasota, FL 34236-6989
813-955-4111
FAX 813-955-4163

FILED
95 APR-7 PM 2:20

CLERK OF COURT
TALLAHASSEE, FLORIDA

Date: 4/5/95

To: Dept. of State/Division of Corporations

5.00001450955
-04/07/95--01082--017
*****70.00 *****70.00

RE: _____

EFFECTIVE DATE

3-31-95

MESSAGE:

Please file the enclosed Articles of National Publications,
Inc. A check in the amount of \$70.00 is enclosed for the
\$35 filing fee and \$35 for the registered agent.

Please return the proof of filing with the corporation
number to the above firm. If there are any problems,
please call me. Thank you.

LAW OFFICES OF S. SY SHERR

789,503,671

By: _____

W95-7975

trans.let

S. Jay Sherr
*Andrew Bennett Spark***

Law Offices of
Sherr and Spark
525 South Washington Boulevard
Sarasota, Florida 34236-6969
Telephone: (813) 955-9111
FAX: (813) 955-4165

*Of Counsel E. J. Mishkin**

**Also admitted to practice law in New York.*
***Also admitted to practice in New York and New Jersey.*

April 20, 1995

Ms. Doris Brown
Document Specialist
Div. of Corporations
Florida Dept. of State
P.O. Box 6327
Tallahassee, FL 32314

RE: Regional Publications, Inc.
Our file # 0103136
Your reference # W95000007975

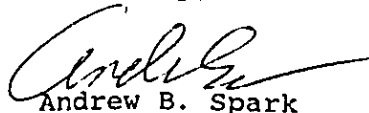
Dear Ms. Brown:

Enclosed are revised articles of corporation, pursuant to your letter of April 13, 1995, which is also attached.

PLEASE BE SURE THAT THE FILING IS RETROACTIVE TO MARCH 31, 1995, THE ORIGINAL FILING DATE BEFORE WE WERE REQUIRED TO CHANGE THE NAME. My phone conversation today with Steve from your office confirmed that the retroactive filing date would be acceptable.

Thank you very much.

Sincerely,


Andrew B. Spark



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 13, 1995

LAW OFFICES OF S. SY SHERR
523 SOUTH WASHINGTON BOULEVARD
SARASOTA, FL 34236-6989

APR 13 1995

SUBJECT: NATIONAL PUBLICATIONS, INC.
Ref. Number: W95000007975

We have received your document for NATIONAL PUBLICATIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6972.

Doris Brown
Document Specialist

Letter Number: 895A00017040

EFFECTIVE DATE
3-31-95

ARTICLES OF INCORPORATION
OF
REGIONAL PUBLICATIONS, INC.

FILED
95 APR -7 PM 2:20
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of the corporation is REGIONAL PUBLICATIONS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 375 Interstate Blvd., Sarasota, Florida, 34240.

ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any time is 7000 shares of common stock, each having zero (0) par value, consisting of 4200 shares of Class A stock and 2800 shares of Class B stock. Only Class A shares will be voting shares, except that Class B shares shall have voting rights in elections which determine whether more shares of either class are to be issued and, if they are, how many.

ARTICLE IV - REGISTERED AGENT

The name and street address of the Registered Agent of these Articles of Incorporation is as follows: Sanford A. Cohen, 375 Interstate Blvd., Sarasota, FL, 34240.

ARTICLE V - INCORPORATORS

The name and street address of the incorporators of these Articles of Incorporation are as follows: Sanford A. Cohen, 375 Interstate Blvd., Sarasota, Florida, 34240 and Stephen Sichel,

375 Interstate Blvd., Sarasota, Florida, 34240.

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. The Corporation may not issue any new shares unless 100% of all shareholders of each class vote to so issue, even if there are fewer shares outstanding at the time of the vote than at the time immediately following the Corporation's initial share issuance.

ARTICLE VII - EXISTENCE

The Corporation shall commence on March 31, 1995, and the corporation shall have perpetual existence.

ARTICLE VIII - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This Corporation shall have two directors constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the By-Laws; however, there shall never be less than two nor more than five directors. The names and addresses of the initial directors of the Corporation are Sanford A. Cohen, 375 Interstate Blvd., Sarasota, Florida, 34240, and Stephen Sichel, 375 Interstate Blvd., Sarasota, Florida, 34240.

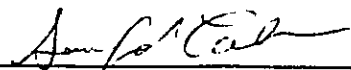
ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any Amendment hereto, by a majority vote of the Board of Directors. In the event of a deadlock by the Board on a particular vote, the matter shall be submitted to arbitration whereby each side of the vote selects one arbitrator and the two arbitrators select a third arbitrator. Any right conferred upon the Shareholders is subject to this reservation.

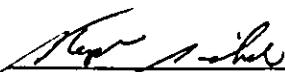
ARTICLE XI - LIMITED LIABILITY

Shareholders shall not be personally liable for acts of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the 26 day of April, 1995.



Sanford/A. Cohen, Director



Stephen Sichel, Director

CERTIFICATE DESIGNATING REGISTERED AGENT AND DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that REGIONAL PUBLICATIONS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 375 Interstate Blvd., Sarasota, Florida 34240, has named Sanford A. Cohen, 375 Interstate Blvd., Sarasota, Florida, 34240, as its agent to

accept service of process within Florida.

Dated this 26 day of April, 1995.



SANFORD A. COHEN, Director



STEPHEN SICHEL, Director

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



SANFORD A. COHEN, Registered Agent

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TALLAHASSEE, FLORIDA
STATE