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WILSON, WILSON & LONG, P. A.
ATTORNEYS AT LAW

PALM HARBOR, FL 34684
81608 U. S. HIGHWAY 19 NORTH
(813) 705-7070

NEW PORT RICHEY, FL 34654
PANCO OFFICE CENTER
18200 GOVERNMENT DRIVE
SUITE 1
(813) 840-0811

TELECOPIER: (813) 705-0701

DENNIS R. LONG
DETH B. WILSON
WARREN A. WILSON, III
ARNELLE M. STRAND

MAILING ADDRESS:
P. O. BOX 1090
PALM HARBOR, FL 34602-1090

April 24, 1995

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

Re: MEREDITH COMMUNICATION, INC.

500001467365
-04/27/95--01115--009
****122.50 ****122.50

Dear Sir,

Enclosed please find the original and one copy of the Articles of Incorporation of the above-named corporation, together with the Certificate Designating Registered Agent and Street Address for Service of Process Within Florida. Also enclosed is a check in the amount of \$122.50 to cover the following fees:

1. \$35.00 - Filing of Articles of Incorporation
2. \$35.00 - Designation of Registered Agent
3. \$52.50 - Certified copy

Please certify the enclosed copy of the Articles of Incorporation and return the same to me.

Thank you very much for your cooperation in this matter.

Very truly yours,

WILSON, WILSON & LONG, P.A.

Arnelle M. Strand
Arnelle M. Strand

AMS:tmc
Enclosures

MAY 3 1995

BSB

**ARTICLES OF INCORPORATION
OF
MEREDITH COMMUNICATION, INC.**

FILED
95 APR 27 AM 9:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida as follows:

ARTICLE I - NAME

The name of this corporation is MEREDITH COMMUNICATION, INC.

ARTICLE II - TERM OF EXISTENCE

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation by the office of the Secretary of State of the State of Florida and the corporation shall have perpetual existence thereafter.

ARTICLE III - PURPOSES

This corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under the laws of the United States and the State of Florida as presently enacted and as it may be amended from time to time.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of One Dollar (\$1.00) par value common stock, which shall all be of one class of Common Shares.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock or authorized but unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the

right to purchase his prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is at 31608 U.S. Highway 19 North, Palm Harbor, Florida 34684, and the name of the initial registered agent of this corporation at that address is ARNELLE M. STRAND.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business for this corporation has not been established at this time; the mailing address is 3505 Frontage Road, Tampa, Florida 33607.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of this corporation in the manner provided by law, but shall never be less than one (1). The name and street address of the initial director of this corporation who shall serve until a successor is duly elected and qualified is:

<u>Name</u>	<u>Address</u>
HAROLD MEREDITH	3505 Frontage Road Tampa, Florida 33607

ARTICLE IX - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
ARNELLE M. STRAND	31608 U.S. Highway 19 North Palm Harbor, FL 34684

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT OF ARTICLES

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 incorporator has executed these Articles of Incorporation this 24th day of April, 1995.

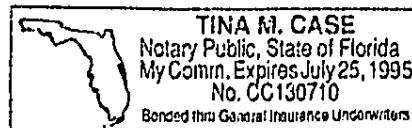
Arnelle M. Strand
ARNELLE M. STRAND

STATE OF FLORIDA
COUNTY OF PINELLAS

24th The foregoing instrument was acknowledged before me this day of April, 1995, by ARNELLE M. STRAND, who is personally known to me.

Tina M. Case
Notary Public

in computerized file



**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Florida Statute 48.091, MEREDITH COMMUNICATION, INC., desiring to organize under the laws of the State of Florida, hereby designates ARNELLE M. STRAND, located at 31608 U.S. Highway 19 North, Palm Harbor, Florida, as its Registered Agent to accept service of process within the State of Florida.

ACCEPTANCE BY REGISTERED AGENT

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

Dated: April 21st, 1995


ARNELLE M. STRAND

WILSON, WILSON & LONG, P. A.
ATTORNEYS AT LAW

PALM HARBOR, FL 34684
81608 U. S. HIGHWAY 19 NORTH
(813) 706-7676

NEW PORT RICHEY, FL 34654
PARCO OFFICE CENTER
8450 GOVERNMENT DRIVE
SUITE 1
(813) 706-7676

TELECOPIX 706-7676

MAIL ROOM
P. O. BOX 1080
PALM HARBOR, FL 34682-1080

JENNIS H. LONG
ARTH H. WILSON
ARREN A. WILSON III
MICHELLE M. LTHAND

July 17, 1995

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

600001541346
-07/19/95--01048--014
*****35.00 *****35.00

Re: MEREDITH COMMUNICATION, INC.

Dear Sir,

Enclosed please find the original Articles of Amendment, Written Consent of Shareholders and Certificate of Amendment of Bylaws for a name change for the above-referenced corporation. Also enclosed is a check in the amount of \$35.00 to cover the filing fees. Please return proof of filing to this office.

Thank you very much for your cooperation in this matter.

Very truly yours,

Michelle Case
T. Michelle Case,
Legal Assistant/Office Manager

tmc
Enclosures

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W
995000034302
N Chang
7-19-95

FILED
JUL 19 1995
TALLAHASSEE, FLORIDA
DEPT. OF STATE

ARTICLES OF AMENDMENT

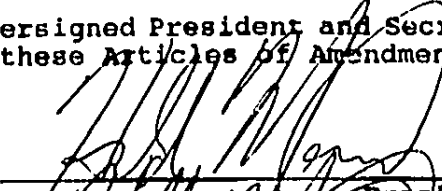
1. Article One of the Articles of Incorporation of MEREDITH COMMUNICATION, INC., a Florida corporation, is hereby amended to read as follows:

Article One. The name of this corporation is:


MEREDITH COMMUNICATIONS, INC.

2. The foregoing amendment was adopted by the shareholders of this corporation on the 24th day of May, 1995.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 24th day of May, 1995.



President - HAROLD MEREDITH



Secretary


STATE OF Florida
COUNTY OF Duval

The foregoing instrument was acknowledged before me this 24th day of May, 1995 by HAROLD MEREDITH, who is personally known to me/ or who produced N/A identification.

FILED
55 JUL 19 1995
CLERK OF THE
STATE
TALLAHASSEE
FLORIDA



Notary Public

 **TINA M. CASE**
Notary Public, State of Florida
My Comm. Expires July 25, 1995
No. CC130710
Bonded thru General Insurance Underwriters

CERTIFICATE OF AMENDMENT
OF THE BYLAWS OF

I HEREBY CERTIFY, as the Secretary of Meredith Communications
Inc., a Florida corporation, that the following
resolutions amending the bylaws of this corporation were duly
adopted by the shareholders and directors by unanimous written
consent of the directors and shareholders in lieu of a special
meeting as authorized by law on the 31st day of May, 1995.

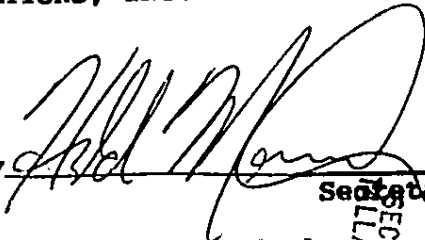
RESOLVED, that the bylaws of this corporation be and
they hereby are amended to change the name of the
corporation to that of:

MEREDITH COMMUNICATIONS, INC.

DATED:

May 30, 1995

By



(Corporate Seal)

Secretary
1995 JUL 19 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

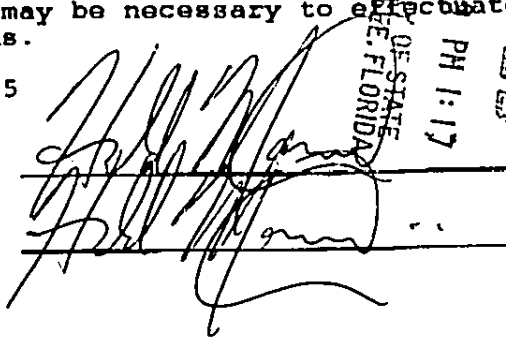
WRITTEN CONSENT OF THE SHAREHOLDERS AND DIRECTORS
IN LIEU OF SPECIAL MEETING

The undersigned persons, being all of the shareholders and directors of MEREDITH COMMUNICATION, INC., a Florida corporation, hereby take the following action by written consent in lieu of a special meeting of shareholders:

RESOLVED AS FOLLOWS:

1. That the name of the corporation be changed to that of MEREDITH COMMUNICATIONS, INC.
2. That the President and Secretary and they hereby are authorized and directed to execute Articles of Amendment of the Articles of Incorporation and to have said instrument filed in the office of the Secretary of State in Tallahassee, Florida.
3. That the Secretary be and he/she hereby is authorized to execute a Certificate of Amendment of the Bylaws of this corporation evidencing the change of the corporate name as authorized hereby and to affix said certificate to the bylaws of the corporation.
4. That the President and Secretary be and they hereby are authorized and directed to execute any further documents, pay the necessary fees and costs, and do any and all things that may be necessary to effectuate the foregoing resolutions.

DATED: May 30, 1995



FILED
55 JUL 10 1995
TALLAHASSEE, FLORIDA
SECRETARY OF STATE