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ELLIS, SPENCER AND BUTLER

ATTORNEYS AT LAW

EMERALD HILLS EXECUTIVE PLAZA !

4601 SHERIDAN STHEET

SUITE BOS

HOLLYWOOD, FLOREDA BROSE

TELEPHONE (305) 986-2291 MIAMI LINE (305) 947-0620 TELECOPIER (305) 986-2778

May 17, 1995

7. D. ELLIS, JR. 119621

POBERT M. BUTLER

WILLIAM &. SPENCER

W. TINBLEY ELLIS

MARK F. BUTLER ROBERT PAUL KEELEY JONATHAN E. BRODY CHAPMAN L. BMITH, JR.

SHERWOOD SPENCER-HEYIRLL

Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

RE: MEGABYTE PUBLISHING, INC.

Dear Sir/Madam:

Enclosed for filing is an original and one (1) copy of the Articles of Incorporation and Certificate of Designation of the Registered Agent and Office. Also enclosed is our check in the amount of \$70.00 representing the filing fee for the enclosed documents and a check in the amount of \$52.50 for a certified copy of the Articles of Incorporation. Upon filing, please forward same to me via Federal Express. A pre-paid Federal Express envelope is enclosed for your convenience.

Thank you for your prompt attention to this matter.

Sincerely,

Adriana Fabbri Legal Assistant

/afc

VIA FEDERAL EXPRESS

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Document Number: 16234-1

ARTICLES OF INCORPORATION OF MEGABYTE PUBLISHING, INC.

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

Article I: Name

The name of the corporation shall be MEGABYTE PUBLISHING, INC.

Article II: Principal Office

The principal place of business and mailing address of this corporation shall be 2826 S. University Drive, #3204, Davie, Fl 33328.

Article III: Shares

This corporation is authorized to issue a total of One Thousand (1,000) shares of stock.

Article IV: Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

Theresa D. Baur 2826 S. University Drive #3204 Davie, FL 33328

Article V: Incorporators

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

Theresa D. Baur 2826 S. University Drive #3204 Davie, FL 33328 The undersigned incorporator has executed these Articles of Incorporation this <u>16</u> day of May, 1995.

THERESA D. BAUR

CERTIFICATE OF DESIGNATION OF THE REGISTERED AGENT AND REGISTERED OFFICE OF MEGABYTE PUBLISHING, INC.

Pursuant to the provisions in §607.0501, Florida Statutes, MEGABYTE PUBLISHING, INC. a corporation organized under the laws of the State of Florida, submits the following statement in designating the registered agent and office in the State of Florida.

The name and address of the registered agent and office for the corporation is:

Theresa D. Baur 2826 S. University Drive #3204 Davie, FL 33328

Acceptance of Appointment of Registered Agent

Having been named as registered agent and to accept service of process for MEGABYTE PUBLISHING, INC. 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.

Dated this //2 day of May, 1995.

THERESA D. BAUR

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ELLIS, SPENCER AND BUTLER

WAL TA BYSHROTTA

EMERALO HILLS EXECUTIVE PLAZA I

4601 SHERIDAN STREET

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TELEPHONE (305) 966-2291 MIAMI LINE (305) 947-0620 TELECOPIER (305) 966-2778

SECRETARY OF STATE SECRETARY OF STATE OF STATE

May 17, 1995

T. D. ELLIS, JR. (1944)

ROBERT 1, BUT. R

WILLIAM B. SPENCER

W, TINBLEY ELLIS

MAHK F. BUTLER ROBERT PAUL KEELEY JONATHAN E. BRODY CHAPMAN L. BMITH, JR.

SHERWOOD SPENCER-RETIRED

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Dated this //day of May, 1995.

THERESA D BALIR

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM. **APPLICATION** FLORIDA DEPARTMENT OF STATE FOR 96 Sandra B. Mortham REINSTATEMENT FILED Secretary of State DIVISION OF CORPORATIONS **DOCUMENT #** P95000040025 96 DEC -9 AH 9: 11 I Corporation Name MEGABYTE PUBLISHING, INC. SECRETARY OF STATE TALLALIASSEE, FLORIDA Principal Place of Business Mailing Address 2826 S. UNIVERSITY DR., #3204 2826 S. UNIVERSITY DR., #3204 DAVIE FL 33328 DAVIE FL 33328 If above addresses are incorrect in any way, line through incorrect information and onter correction below. REINSTATEMENTA 3 New Mailing Office Address, If Applicable
Suite, Apr. #, etc. 05/18/1995 5. FEI Number City & State Applied For Not Applicable 7 Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors) .75 Additional Fee require CERTIFICATE OF STATUS DESIRED Name of Officers and/or Directors Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers) City / State / Zip Theresa D.B. tation, 7233317 οφοσο**s**οssε1ο= -12/11/96--01023--002 ****200.00 ****200.00 000002025618 -12/11/96--01023--003 *****183.75_*****183. ****183.75 8. Name and Address of Current Registered Agent 9. ∷ame and Address of New Registered Ager BAUR, THERESA D 2826 S. UNIVERSITY DR., #3204 Street Address (P.O. Box Number is Not Acceptable) DAVIE F1. 33328 10 1, buing appointed the registered agent of the above named corporation, am familiar Signature of Registered Agent nd accept the obligations of Section 607.0505, F.S heron D. B REGISTERED AGENT MUST SIGN 11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. (See other side for information on intangible tax.) 12 I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filling owed by the corporation have been paid and the names of individuals listed on this form do not quality for an exemption under section 607,0401 or 617,0401, F.S., that all fees on this application is true and accurate, and my signature shall have the same legal effect as if made under eath.

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