

P95000040025

ELLIS, SPENCER AND BUTLER

ATTORNEYS AT LAW

EMERALD HILLS EXECUTIVE PLAZA I

4601 SHERIDAN STREET

SUITE 805

HOLLYWOOD, FLORIDA 33021

T. D. ELLIS, JR. (1982)
SHERWOOD SPENCER-RETIRED

ROBERT H. BUTLER
W. TIMBLEY ELLIS
WILLIAM S. SPENCER
MARK F. BUTLER
ROBERT PAUL KEELEY
JONATHAN E. BRODY
CHAPMAN L. SMITH, JR.

TELEPHONE (305) 986-2291
MIAMI LINE (305) 947-0820
TELECOPIER (305) 986-2778

RECEIVED
MAY 19 1995
FEDERAL EXPRESS
154-57

May 17, 1995

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

VIA FEDERAL EXPRESS

200001494182
-05/19/95--01015--017
*****52.50 *****52.50

RE: MEGABYTE PUBLISHING, INC.

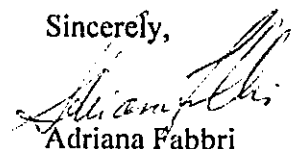
200001494182
-05/19/95--01015--018
*****70.00 *****70.00

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

BE 5/22

**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

55 MAY 18 AM 10
1990

The undersigned incorporator has executed these Articles of Incorporation this 16
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 16 day of May, 1995.

BY: Theresa D. Baur
THERESA D. BAUR

95 MAY 18 AM 7 51
CLERK
12

P95000040025

ELLIS, SPENCER AND BUTLER

ATTORNEYS AT LAW

EMERALD HILLS EXECUTIVE PLAZA I

4601 SHERIDAN STREET

SUITE 505

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TELEPHONE (305) 986-2291

MIAMI LINE (305) 947-0620

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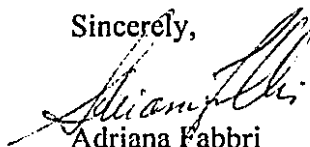
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Theresa D. Baur
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#3204
Davie, FL 33328

95 MAY 18 AM 7:50
SECRET
FALL ANNUAL MEETING
LONDON

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THERESA D. BAUR

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Dated this 16 day of May, 1995.

BY: Theresa D. Baur
THERESA D. BAUR

95 MAY 18 AM 7:51
SECRET
FALL WINDS OF FLORIDA

