

P95000058743

KENNETH B. WHEELER, LL.M. TAX

PROFESSIONAL ASSOCIATION
300 GARFIELD AVENUE, SUITE 100
WINTER PARK, FLORIDA 32789

KENNETH B. WHEELER, LL.M. TAX
JOHN J. SENICAL, JR.

(407) 845-1770
FAX (407) 740-5001

July 24, 1995

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

RE: Junto Press, Inc.

Dear Sir or Madam:

Enclosed please find one original and one copy of the following documents for the above-referenced corporation:

1. Articles of Incorporation
2. Designation and Acceptance of Registered Agent

Also enclosed please find a check in the amount of \$70.00 (\$35.00 to file the Articles of Incorporation and \$35.00 to file the Designation and Acceptance of Registered Agent) for the required filing fees.

Please file these documents and send a conformed copy to the address stated above.

Thank you for your prompt attention to this matter.

Sincerely,

KENNETH B. WHEELER, LL.M. TAX, P.A.

Kenneth B. Wheeler
Kenneth B. Wheeler, Esq.

KBW/cw
Enclosures

EFFECTIVE DATE
August 1, 1995

KW
7-31-95

ARTICLES OF INCORPORATION
OF
JUNTO PRESS, INC.

FILED
95 AUG -1 PM 3:57
TALLAHASSEE, FLORIDA

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Corporation shall be:
JUNTO PRESS, INC.

ARTICLE II

DURATION

The Corporation shall begin on August 1, 1995 and exist perpetually until dissolved according to law.

ARTICLE III

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 7,500 shares of Common Stock having a par value of 1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible or in labor or services actually performed for the Corporation, having a value as is determined from time to time by the Board of Directors of the Corporation, not less than the par value of the stock so to be issued.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida shall be:

300 Garfield Avenue, Suite 100
Winter Park, FL 32789

The name of the initial registered agent of this Corporation at that address shall be:

KENNETH B. WHEELER

ARTICLE VI

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of and the business and affairs of the Corporation shall be managed under the direction of a Board of Directors, which shall have three (3) directors initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the By-Laws of the Corporation.

ARTICLE VII

DIRECTORS - NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

<u>Name</u>	<u>Street Address</u>
KENNETH B. WHEELER	539 Via Fontana, #102 Altamonte Springs, FL 32714
LINDA K. BEE	539 Via Fontana, #102 Altamonte Springs, FL 32714
ERNEST H. HAYS	5808 Auvers Blvd., #104 Orlando, FL 32807

ARTICLE VIII

INCORPORATOR

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

KENNETH B. WHEELER
300 Garfield Avenue, Suite 100
Winter Park, FL 32789

ARTICLE IX

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at:

300 Garfield Avenue, Suite 100
Winter Park, FL 32789

The mailing address of the corporation is:

300 Garfield Avenue, Suite 100
Winter Park, FL 32789

ARTICLE IX

SPECIAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the Corporation and for creating, defining, limiting and regulating the powers of the Corporation, its shareholders and directors, are hereby adopted as a part of these Articles of Incorporation.

1. No person shall be required to own, hold or control stock in the Corporation as a condition precedent to holding an office in this Corporation.

2. The Board of Directors may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issue of new certificates therefor.

3. The Board of Directors, by the affirmative vote of a majority of the directors then in office, and irrespective of any personal interest of any of its members, shall have authority to establish reasonable compensation of all directors for services to the Corporation as directors, officers or otherwise.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Winter Park,

Florida, for the uses and purposes aforesaid, this 24 day of July, 1995.


KENNETH B. WHEELER
Incorporator

STATE OF FLORIDA

COUNTY OF ORANGE

Acknowledged before me this 24th day of July, 1995, by KENNETH B. WHEELER, who produced a Florida Driver's License as identification.


Notary Public, State of Florida



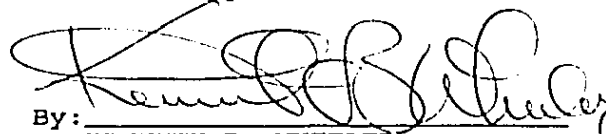
DESIGNATION AND ACCEPTANCE
OF
REGISTERED AGENT
JUNTO PRESS, INC.

FILED
95 AUG -1 PM 3:57
TALLAHASSEE, FLORIDA

Pursuant to Florida Statute, JUNTO PRESS, INC., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at ORANGE County, Florida, has named KENNETH B. WHEELER located thereat as its registered agent to accept service of process within this state.

By: 
KENNETH B. WHEELER, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: 
KENNETH B. WHEELER
Registered Agent

P95000058743

KENNETH B. WHEELER, LL.M. TAX

PROFESSIONAL ASSOCIATION
100 GARFIELD AVENUE, SUITE 100
WINTER PARK, FLORIDA 32789

KENNETH B. WHEELER, LL.M. TAX
JUNIOR LEADERSHIP

October 16, 1995

(407) 645 1770
FAX (407) 640 5000

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

RECEIVED
OCT 17 1995
***** 2,000 *****

RE: Amendment of Articles of Incorporation
JUNTO.NET PRESS, INC.
Document Number P95000058743

Dear Sir or Madam:

Enclosed please find the Articles of Amendment of the Articles of Incorporation of JUNTO.NET PRESS, INC.

Please file this document and return a conformed copy to our office. Our office check in the amount of \$35 is attached for the required fees.

Please call our office if you have any questions concerning the above.

Sincerely,

JUNTO.NET PRESS, INC.

Kenneth B. Wheeler
Kenneth B. Wheeler, Esq.

KBW/cw
Encls.

OCT 23 PM 4:11
TALLAHASSEE FLORIDA
SECRETARY OF STATE

10/21
John
Name
Change

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
JUNTO PRESS, INC.

(Document Number P95000058743)

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: ARTICLE I of the Articles of Incorporation is amended to read as follows:

ARTICLE I

NAME

The name of the Corporation shall be:

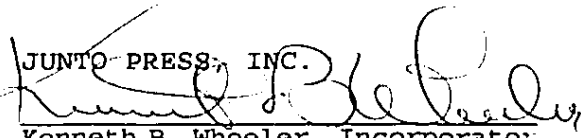
JUNTO.NET PRESS, INC.

SECOND: The amendment was adopted by the Board of Directors without shareholders action on the 16th day of October, 1995. Shareholders action was not required because no shares had been issued in accordance with Florida Statutes, Chapter 607.1005.

Dated October 16, 1995.

By:

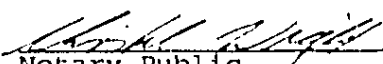
JUNTO PRESS, INC.


Kenneth B. Wheeler, Incorporator
and Director

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 14th day of October, 1995, by Kenneth B. Wheeler, an officer and duly authorized representative of JUNTO PRESS, INC., who is personally known to me.



Notary Public
State of Florida at Large

