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ANN HILL/SMITH & THOMPSON, P.A.
 (Requestor's Name)
3520 Thomasville Road, 4th Floor
 (Address)
Tallahassee, Florida 32308 893-4105
 (City, State, Zip) (Phone #)

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 01711296-01058-024
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. First Glance Publications, Inc
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- Walk in
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 Photocopy
 Certificate of Status

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<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input checked="" type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 DIVISION OF CORPORATOR

*Call when ready
 893-4105
 Ann*

Examiner's Initials

ARTICLES OF INCORPORATION
OF
FIRST GLANCE PUBLICATIONS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I.

The name of this corporation is: **FIRST GLANCE PUBLICATIONS, INC.**

ARTICLE II.

This corporation is organized for the purpose of transacting any or all lawful business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares capital stock having a par value of One Dollar (\$1.00) each.

ARTICLE IV.

This corporation shall have perpetual existence.

ARTICLE V.

The number of directors that the corporation shall have shall be not less than one (1) but may be such greater number as may be elected by the shareholders from time to time in accordance with the Bylaws of the corporation.

ARTICLE VI.

The name and post office address of the member of the first Board of Directors, who shall hold office for the first year of existence of the corporation or until his successor is elected or appointed and has qualified is:

Name

Post Office Address

David H. Willis

220 14th Avenue S.
Jacksonville Beach, FL 32250

ARTICLE VII.

The name and post office address of the incorporator of this corporation is as follows:

<u>Name</u>	<u>Post Office Address</u>
Stephen G. Prom, Esq.	50 North Laura Street, Suite 3100 Jacksonville, Florida 32202

ARTICLE VIII.

The street address of the initial registered office of this corporation is 50 North Laura Street, Suite 3100, Jacksonville, Florida 32202, and the name of the initial registered agent of this corporation at that address is STEPHEN G. PROM.

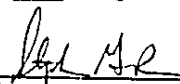
ARTICLE IX.

The location and mailing address of the initial principal office of this corporation is 220 14th Avenue S. Jacksonville Beach, Florida 32250.

ARTICLE X.

This corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

THE UNDERSIGNED, being the original incorporator hereinafter named for the purpose of forming a corporation to do business both within and without the State of Florida, to make, subscribe, acknowledge, and file these Articles, hereby declares and certifies that the facts herein stated are true and accordingly have hereunto set my hand and seal this 10th day of January, 1996.



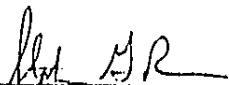
Stephen G. Prom, Esquire (SEAL)

CERTIFICATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

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TALLAHASSEE, FLORIDA

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

That FIRST GLANCE PUBLICATIONS, INC., a corporation duly organized and existing under the laws of the State of Florida, with its registered office being at 50 North Laura Street, Suite 3100, Duval County, Jacksonville, Florida 32202 has named STEPHEN G. PROM as its registered agent to accept service of process within this state.

By: 
Stephen G. Prom, Esquire
Incorporator

ACCEPTANCE

Having been named to accept service of process from the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Florida Statutes relative to keeping open said office.

January 10, 1996

By: 
Stephen G. Prom, Esquire