

P960000/3840 Feb 9, 1996

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

400001715774
-02/15/96--01063--015
*****70.00 *****70.00

Enclosed please find:

Two copies of Articles of Incorporation for
MedComm Publishing Corporation, one copy of Registered
Agent letter, check for \$70.00, and this letter.

Please notify me regarding any delay in
processing our registration. Our principal
office and mailing address for MedComm
Publishing Corporation is 10104 Tarpon Drive,
Treasure Island, FL 33206

Thank you.

Ron Schmidt

(954) 752-6299.

FILED
96 FEB 14 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER FEB 14 1996

Feb. 9, 1996

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

Re: Position of Registered Agent for MedComm Corp. ^{Publishing.}

Please be advised that I, Ron Schmidt, am
the registered agent and have accepted such
position for MedComm Publishing Corporation. My
mailing address is 11543 NW 36th Street, Coral Springs,
FL 33065. The principal office for the corporation is
10104 Tarpon Drive, ~~Coral Springs, FL 33065~~
Treasure Island, FL 33706. The mailing address
is 10104 Tarpon Drive, Treasure Island, FL 33706.

Thanking you.

Ron Schmidt

(954) 752-6299.

CERTIFICATE OF INCORPORATION
OF
MEDCOMM PUBLISHING CORPORATION
A Close Corporation

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96 FEB 14 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: The name of this corporation is ModComm Publishing Corporation.

SECOND: It's principal office is the State of Florida is to be located at 10104 Tarpon Drive, Treasure Island, FL 33706, County of Pinellas County, Florida. The registered agent in charge thereof is: Ron Schmidt, whose address is 11543 NW 36th Street, Coral Springs, FL 33065.

THIRD: The nature of the business and the objects and purposed proposed to be transacted, promoted and carried on, are to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Florida.

FOURTH: The amount of total authorized capital stock of the corporation is divided into 3000 shares of common stock, no par value.

FIFTH: The names and addresses of the incorporators are:
Gwyn Ruckert, 10104 Tarpon Drive, Treasure Island, FL 33706
Ron Schmidt, 11543 NW 36th Street, Coral Springs, FL 33065

SIXTH: The powers of the incorporators are to terminate upon filing of the Certificate of Incorporation, and the names and mailing addresses of the persons who are to serve as directors until the first annual meeting of stockholders or until their successors are elected are as follows:

Gwyn Ruckert, 10104 Tarpon Drive, Treasure Island, FL 33706
Ron Schmidt, 11543 NW 36th Street, Coral Springs, FL 33065

SEVENTH: All of the corporation's issued stock, exclusive of treasury shares, shall be held of record by not more than thirty (30) persons.

EIGHTH: All of the issued stock of all classes shall be subject to the following restriction on transfer permitted by Section 202 of the General Corporation Law. Each stockholder shall offer to the corporation or to other stockholders of the corporation a thirty (30) day "first refusal" option to purchase his or her stock should (s)he elect to sell his stock.

NINTH: The corporation shall make no offering of any of it's stock of any class which would constitute a "public offering" within the meaning of the United States Securities Act of 1933, as it may be amended from time to time.

TENTH: The Directors of the corporation shall not be liable to either the corporation or it's stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation or it's stockholders; (2) acts of omissions not in good faith of which involve intentional misconduct or a knowing violation of law; (3) liability or unlawful payments of

dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

WE, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Florida, do make, file and record this certificate, and do certify that the facts herein stated are true, and we have accordingly herunto set our hands.

DATED AT: FEBRUARY 8, 1996

Gary Ruckert

GW T RUCKERT

Ron Schmidt

RON SCHMIDT

Incorporator and accepting the designation as
registered agent.

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96 FEB 14 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P96000013840

May 28, 1996

Division of Corporations
FLORIDA DEPARTMENT OF STATE
P.O. Box 6327
Tallahassee, FL 32314

RE: Change of Address for MadComm Publishing Corporation
Document # P96000013840

Dear Gentlepersons,

Please be advised that the corporate mailing address of MadComm Publishing Corporation has been changed effective immediately.

The OLD CORPORATE ADDRESS is 10104 Tarpon Drive, Treasure Island, FL 33706.

The NEW CORPORATE ADDRESS is 11543 NW 36th Street, Coral Springs, FL 33065.

Please update your records accordingly.

Regards,



Ron Schmidt
Registered Agent

Ymtu

5.31.96