

T. BROWN FEB 1 9 1996

EXAMINER'S INITIALS:

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: DEBBIE SKIPPER

96 FEB 16 AN 10: 40

SECRETARY OF STATE
ALLAMASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SPORTS EDITION, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

SPORTS EDITION, INC.

The address of the principal office of this corporation shall be 6741 Industrial Avenue, Port Richey, Florida 34668, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Raymond P. Ercolano 6741 Industrial Avenue Dir./Pres./Sec./Treas. Port Richey, Florida 34668

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company, on February 16, 1996.

CORPORATION SERVICE COMPANY

By: XOWQ R. DWD

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

Its Agent, Laura R. Dunlap

DKS/dks



5332 MAIN STREET NEW PORT RICHEY, FLORIDA 34632 TELEPHONE (813) 847-2288 FAX (813) 848-4183 (800) 304-2288 And Crishel Red Face Larger THOMAS W. MITCHILL, JR.

March 14, 1996

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee FL 32301

BCOCC1749748 -03/19/96--01126--002 *****35.00 *****35.00

Attention: Amendments Section

Re: Sports Edition, Inc. My File No. 11431.61

Gentlemen:

Enclosed is an original and one copy of a Change of Registered Agent form for the above referenced corporation, as well as my check in the amount of \$35. I would appreciate your acknowledging receipt of this form by stamping the date and time you received same on the copy of the form and returning it to me.

Sincerely yours,

ROLAND D. WALLER

RDW/cf Enclosures

cc: Sports Edition, Inc.

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CHANGE OF REGISTERED OFFICE AND/OR REGISTERED AGENT

NAME OF CORPORATION: SPORTS EDITION, INC.

1201 Hayes Street PRESENT REGISTERED OFFICE:

Tallahassee FL 32301

6741 Industrial Avenue NEW REGISTERED OFFICE:

Port Richey FL 34668

PRESENT REGISTERED AGENT: Corporation Services Co.

NEW REGISTERED AGENT: Raymond P. Ercolano

I hereby certify that the street address of the registered office and the street address of the business office of the registered agent of the above corporation are identical.

I further certify that the above change of registered office and/or registered agent has been authorized by resolution duly adopted by the Board of Directors of SPORTS EDITION, INC.

March 14, 1996 DATED:

SPORTS EDITION

RAYMOND P. ERCOLANO, President

ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated above, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of the sections of the Florida Statutes relative to keeping open the registered office,

> RAYMOND/P. ERCOLANO Registered Agent