



ACCOUNT NO. : 072100000032

REFERENCE: 910164 806221

AUTHORIZATION:

COST LIMIT : 9 PPD

ORDER DATE: April 8, 1996

ORDER TIME : 9:43 AM

ORDER NO. : 910164

CUSTOMER NO: 80622A

CUSTOMER: Ronald C. White, Esq

RONALD C. WHITE, ESQ

5348 First Avenue North

St. Petersburg, FL 33701

DOMESTIC FILING

NAME:

ALAKAZAM PUBLISHING, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

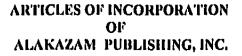
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: JENNIFER MORAN

EXAMINER'S INITIALS:

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The undersigned, acting as incorporators of the captioned corporation, under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I Corporate Name

The name of the corporation is:

ALAKAZAM PUBLISHING, INC.

The principal office address is:

980 North Federal Highway, Suite 307 Boca Raton, Florida 33432

ARTICLE II Commencement of Corporate Existence

The corporation shall come into existence on the date the State of Florida, Division of Corporations, receives and files these Articles, and shall have perpetual existence.

ARTICLE III General Nature of Business

The corporation may transact any lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV Capital Stock

This corporation is authorized to issue 1000 shares of \$1.00 par value Common Stock which shall be designated "Common Shares."

ARTICLE V Pre-Emptive Rights

Every shareholder, upon the sale for each of any new stock of this corporation of the same kind, class or series as which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be 5348 First Avenue North, St. Petersburg, Florida 33710, and the initial registered agent of the corporation at such address is RONALD C. WHITE.

ARTICLE VII Initial Board of Directors

The corporation shall have two (2) directors initially whose names and addresses are:

Name

Address

CHARLES S. STOLL

980 North Federal Highway, Suite 307

Boca Raton, Florida 33432

RONALD C. WHITE

5348 First Avenue North

St. Petersburg, Florida 33710

ARTICLE VIII Incorporators

The name and addresse of the incorporator is:

Name

Address

RONALD C. WHITE

5348 First Avenue North St. Petersburg, Florida 33710

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as Incorporator and Subscriber.

RONALD C. WHITE

CERTIFICATE DESIGNATING REGISTERED AGENT

Pursuant to the provisions of Sections 48.091 and 607.0501, Florida Statutes,

ALAKAZAM PUBLISHING, INC.

desiring to organize under the laws of the State of Florida, hereby designates RONALD C. WHITE, an individual resident of the State of Florida, as its registered agent for the purposes of accepting service of process within such State and designates 5348 First Avenue North, St. Petersburg, Florida 33710, the business address of its registered agent, as its registered office.

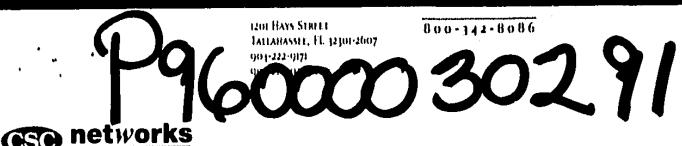
RONALD C. WHITE, Subscriber/Incorporator

ACKNOWLEDGMENT

I hereby accept my appointment as registered agent of the above-named corporation and agree to act as such in accordance with the provisions of Sections 48.091 and 607,0501, Florida Statutes.

KONALD C. WHITE

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ACCOUNT NO.

072100000032 :

REFERENCE :

994744

80622A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: June 20, 1996

ORDER TIME : 11:30 AM

ORDER NO. : 994744

CUSTOMER NO: 80622A

PRENTICE HALL TERAL & UNANCIAL SURVICES

CUSTOMER: Ronald C. White, Esq

Ronald C. White, Esq 5348 First Avenue North

St. Petersburg, FL 33701

DOMESTIC AMENDMENT FILING

NAME: ALAKAZAM PUBLISHING, INC.

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******35.00 ******35.00

XX ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

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AMENDMENT OF ARTICLES OF INCORPORATION

The undersigned, being all shareholders, directors and officers of the above captioned corporation, pursuant to Section 607.1003(6) and 607.1006 of the Florida Business Corporation Act, hereby adopts the following Articles of Amendment:

ARTICLE I

CORPORATE NAME

The name of the corporation, ALAKAZAM PUBLISHING, IND., is hereby changed. The new name of the corporation is FORTUNE PRESS PUBLISHERS, INC.

The effective time and date of this Amendment of Articles of Incorporation is the time and date of filing of this Amendment with the Department of State.

The text of the amendment adopted by the unanimous vote of the shareholders is that of changing the corporation name from ALAKAZAM PUBLISHING, INC. to FORTUNE PRESS PUBLISHERS, INC.

This amendment was approved by all shareholders, and all directors at a meeting for which notice of the change of the name of the corporation was given and upon a unanimous vote of all shareholders and a unanimous vote of all directors on June 15, 1996.

In all other respects, the Articles of Incorporation are ratified and confirmed.

MELINDA L. DAVIS Shareholder, Treasurer

CHARLES S. STOLL Shareholder, Director, President

KONARD C. WHITE Shareholder, Director,

Secretary