

P96000040905

TRANSMITTAL LETTER

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

700001810987
-05/07/96--01085--003
*****78.75 *****78.75

SUBJECT: WIND CANYON PUBLISHING, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

GEORGE JAQUITH

Name (printed or typed)

110 WINDLAKE COURT

Address

NICEVILLE FL 32578

City, State & Zip

904-897-1700

Daytime Telephone number

FILED
96 MAY -6 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL MAY 13 1996

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

Wind Canyon Publishing, Inc.

FILED
96 MAY -6 PM 4: 23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation shall be *Wind Canyon Publishing, Inc.*

ARTICLE TWO

The address of the principal office is 110 Windlake Court, Niceville, Florida 32578. The mailing address is: P.O. Box 1445 Niceville, FL 32588-1445.

ARTICLE THREE

The aggregate number of shares which the corporation shall have the authority to issue is as follows: 10,000 shares, no par value, of common voting stock. All such common shares may be issued from time to time by, and for consideration fixed by, the Board of Directors; and are not liable to any further call or assessment thereon. Each holder thereof shall not be liable for any further payment thereon.

ARTICLE FOUR

The street address of the corporation's initial registered office shall be 110 Windlake Court, Niceville, Florida 32578.

The initial registered agent of the corporation shall be George Jaquith, whose address is 110 Windlake Court, Niceville, Florida. For mailing purposes, the address is: P.O. Box 1445, Niceville, FL 32588-1445.

ARTICLE FIVE

The name and address of the Incorporator of the corporation is:

George Jaquith

mailing address

110 Windlake Court
Niceville, Florida 32578
P.O. Box 1445
Niceville, FL 32588-1445

ARTICLE SIX

The purpose of this corporation shall be to engage in any lawful business, specifically, but not limited to, publishing and distributing books. The corporation shall exist perpetually.

ARTICLE SEVEN

Any provision for the regulation of the internal affairs of the corporation may be established by the Board of Directors.

ARTICLE EIGHT

The number of directors constituting the original Board of Directors of the corporation shall be two. Their names and addresses are:

Becky Jaquith

mailing address

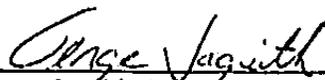
110 Windlake Court
Niceville, Florida 32578
P.O. Box 1445
Niceville, FL 32588

George Jaquith

mailing address

110 Windlake Court
Niceville, Florida 32578
P.O. Box 1445
Niceville, FL 32588-1445

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation this 3rd day of May, 1996.


George Jaquith, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: WIND CANYON PUBLISHING, INC.

2. The name and address of the registered agent and office is:

GEORGE JAQUITH
(NAME)

110 WINDLAKE COURT
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

NICEVILLE FL 32578
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

George Jaquith
(SIGNATURE)

5-3-96
(DATE)