

P96000045742

DANIEL C. PERRI
Attorneys at Law
5 Clifford Drive
Shallmar, Florida 32579

Daniel C. Perri
Alexandra R. Haught
(904) 651-3011

(904) 651-3306 Fax

May 20, 1996

400001837514
-05/23/96--01095--005
****122.50 ****122.50

Secretary of State
409 E. Gaines Street
Tallahassee, FL 32301

Re: Articles of Incorporation
WORLD MEDIA INTERNATIONAL SUBSCRIPTION SERVICES, INC.

Dear Sir or Madam:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for WORLD MEDIA INTERNATIONAL SUBSCRIPTION SERVICES, INC. Please file the original and return a file stamped copy in the self-addressed stamped envelope provided along with the Certificate of Incorporation.

Also enclosed is a check in the amount of \$122.50 representing your filing fee.

I appreciate your assistance in this matter.

Sincerely,



Daniel C. Perri
Attorney at Law

FILED
96 MAY 23 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL MAY 30 1996

**ARTICLES OF INCORPORATION
OF
WORLD MEDIA INTERNATIONAL
SUBSCRIPTION SERVICES, INC.**

FILED
95 MAY 23 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers, being the incorporators of these Articles of Incorporation, hereby form a corporation under the laws of the State of Florida, Florida Statutes, Chapter 607 as follows:

**ARTICLE I
NAME**

The name of this corporation is WORLD MEDIA INTERNATIONAL SUBSCRIPTION SERVICES, INC.

**ARTICLE II
DURATION**

This corporation shall exist perpetually.

**ARTICLE III
CORPORATE PURPOSE AND POWERS**

This corporation is organized for the purpose of conducting any and all lawful business not in conflict with the Statutes of the State of Florida. This corporation shall have all corporate powers enumerated in Chapter 607 mentioned above.

**ARTICLE IV
CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have is One Thousand (1,000) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share, which stock shall have the entire voting power of the corporation.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5 Clifford Drive, Suite 12, Shalimar, Florida 32579 and the name of the initial registered agent at that address is DANIEL C. PERRI.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is one. The names and addresses of the persons who are to serve as the initial Board of Directors are as follows:

Cindy Fuqua Meyer
5 Clifford Drive
Shalimar, FL 32579

ARTICLE VII
INITIAL INCORPORATORS

The name and address of the initial incorporators of this corporation are as follows:

Cindy Fuqua Meyer
5 Clifford Drive
Shalimar, FL 32579

ARTICLE VIII
PRINCIPAL OFFICE ADDRESS AND MAILING ADDRESS

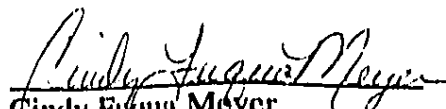
The principal office address of the Corporation is 5 Clifford Drive, Shalimar, FL 32579. The mailing address for the Corporation is 5 Clifford Drive, Shalimar, FL 32579.

ARTICLE IX
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by vote of 51% of the stock entitled to vote thereon. Any action of the stockholders may be taken without a meeting when consent in writing setting forth the action so taken is signed by

all the persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.


IN WITNESS WHEREOF, the undersigned, being all of the incorporators hereinbefore named, have hereunto set their hand and seal on this the 16th day of May, 1996, for the purpose of forming a corporation to do business both within and without the State of Florida and do make and file in the Office of the Secretary of State of Florida these Articles of Incorporation and certify that the facts herein stated above are true.


Cindy Fuqua Meyer
Incorporator

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Cindy Fuqua Meyer, either personally know to me or has produced a valid driver's license as identification to be the individual described in and who executed the foregoing Articles of Incorporation and he acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid this 16th day of May, 1996.


DANIEL C. PERRI
NOTARY PUBLIC
My Commission Expires:



OFFICIAL SEAL
DANIEL C. PERRI
My Commission Expires
June 6, 1997
Comm. No. CC 285377

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

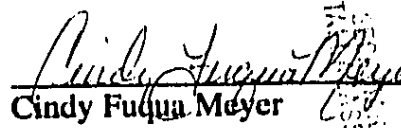
Pursuant to Section 48.091 and 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of Florida, submits the following statement designating the registered office and registered agent in Florida.

1. The name of the corporation is WORLD MEDIA INTERNATIONAL SUBSCRIPTION SERVICES, INC.

2. The address of the registered office is 5 Clifford Drive, Suite 12, Shalimar, Florida 32579.

3. The name of the registered agent at the registered office is Daniel C. Perri, Attorney at Law.

Dated: May 16, 1996.


Cindy Fuqua Meyer
Incorporator

FILED
96 MAY 23 PM 2:16
CLERK OF STATE
TALLAHASSEE, FLORIDA

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

Dated: May 16, 1996.


DANIEL C. PERRI