

P96000064937

FILED
85 AUG -2 PM 3:54
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Department of State
P O Box 6327
Tallahassee, FL 32301

800001911818
-08/02/96--01065--006
*****70.00 *****70.00

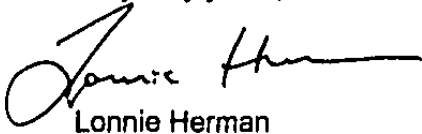
RE: McGregor Hill Publishing, Inc.

Gentlemen:

Enclosed is an original and a copy of the Articles of Incorporation for the above referenced company and a copy of the Certificate of Domicile.

Also enclosed is our check in the amount of \$70.00 to cover the various fees.
Please send an acknowledgment of receipt of these monies.

Very truly yours,


Lonnie Herman

85-96
PD

ARTICLES OF INCORPORATION
OF

McGregor Hill Publishing, Inc.

1. NAME: The name of this corporation is McGregor Hill Publishing, Inc.
2. DURATION: The period of its duration is perpetual.
3. PURPOSE: The purposes is to engage in any activities or business permitted under the laws of the United States and of Florida.
4. CAPITAL STOCK: The corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.
5. INITIAL REGISTERED AGENT AND OFFICE: The street address of its initial registered agent is: 118 S. Westshore Blvd., Suite 233, Tampa, FL 33609 and the name of its initial registered agent at said address is: Lonnie Herman.
6. MAILING ADDRESS OF CORPORATION: The complete mailing address of the Corporation is: McGregor Hill Publishing, Inc.
118 S. Westshore Blvd., Suite 233
Tampa, FL 33609
7. INITIAL BOARD OF DIRECTORS: This corporation shall have one director, initially, and the name and address of the initial director is: Lonnie Herman at 118 S. Westshore Blvd., Suite 233, Tampa, FL 33609.
8. INCORPORATOR: The name and address of the person signing these Articles of Incorporation is: Lonnie Herman at 118 S. Westshore Blvd., Suite 233, Tampa, FL 33609.
9. EFFECTIVE DATE: These Articles are to be effective upon receipt.

DATED: July 26, 1996

Lonnie Herman
Lonnie Herman

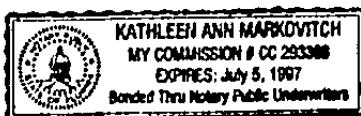
STATE OF FLORIDA
COUNTY OF Hillsborough

I hereby certify, that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Lonnie Herman to me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 26th day of July, 1996.

Kathleen Ann Markovitch
NOTARY PUBLIC

My Commission Expires: 7/5/97



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

FILED
MAR 2 1964
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said ACT:

First - That McGregor Hill Publishing, Inc., desiring to organize under the laws of the State of Florida with its principle offices located, as indicated in the Articles of Incorporation in the City of Tampa, County of Hillsborough, State of Florida, has named Lonnie Herman located at 118 S. Westshore Blvd., Suite 233, Tampa, FL 33609, County of Hillsborough, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY: _____

(Resident Agent)

P96000064937

Requestor's Name

Address

McGraw Publishing
1185 Westshore Blvd #333
Tampa FL 33609

000002092710--S
-02/20/97--01008--001
*****35.00 *****35.00

Office Use Only

BER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 FEB 19 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2-21-97

Name Change

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
McGregor Hill Publishing, Inc.

FILED
97 FEB 19 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. ARTICLE I of the Articles of Incorporation of McGregor Hill Publishing, Inc. is amended to read as follows:

ARTICLE I

The name of the corporation is: McGregor Publishing, Inc.

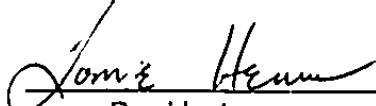
2. ARTICLE II of the Articles of Incorporation of McGregor Hill Publishing, Inc. is amended to read as follows:

ARTICLE II

The principal place of business and address of said corporation shall be in Hillsborough County, Florida, which address shall be 118 S. Westshore Blvd., Suite 233, Tampa, FL 33609.

3. The foregoing amendment was adopted by the shareholders of this corporation on December 31, 1996.

IN WITNESS WHEREOF the undersigned President, Secretary and Shareholders of this corporation have executed these Articles of Amendment on December 31, 1996.



President


Secretary

Shareholder

STATE OF FLORIDA
COUNTY OF Hillsborough

I hereby certify that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Lonnie Herman, to me known to be the person described in and who executed the foregoing Amendment to Articles of Incorporation and acknowledged before me that he executed the same.





Notary Public
My commission expires: _____