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ROBERT G. HARRIS

SUITE 201
6100 GLADES ROAD
BOCA RATON, FLORIDA 33434

ROBERT G. HARRIS
JULIE E. YATES

TEL: (407) 487-8801
FAX: (407) 488-2705

July 22, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-08/07/96--01/07/96--0006
***122.50 ***122.50

Re: Articles of Incorporation
Publishing Dynamics, Inc.

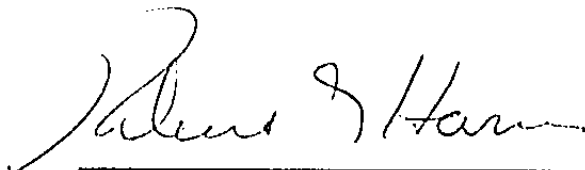
Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation of Publishing Dynamics, Inc., to be filed, along with my check in the sum of \$122.50 for filing fees.

Please send me a certified copy of the Articles in the enclosed, self-addressed envelope.

If you have any questions please do not hesitate to contact the undersigned.

Sincerely,



ROBERT G. HARRIS, ESQ.

RGH/gmd
Enclosure

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-9-96
KJ

ARTICLES OF INCORPORATION
OF
PUBLISHING DYNAMICS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME OF CORPORATION AND CORPORATE ADDRESS

The name of this corporation is: PUBLISHING DYNAMICS, INC., and the corporate address is: 5030 Champion Blvd., Suite 6-227, Boca Raton, Florida 33496.

ARTICLE II
DURATION

This corporation has perpetual existence unless otherwise specified in these Articles of Incorporation.

ARTICLE III
PURPOSES

This corporation is organized for the purpose of transacting any and 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 IV
CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock with a par value of \$1.00 per share.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation is: 6100 Glades Road, Suite 201, Boca Raton, Florida 33434, and the Registered Agent at that address is: ROBERT G. HARRIS.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have two Directors initially. The number of Directors may be increased from time to time by the By-Laws but shall never be less than one (1) nor more than seven (7). The name(s) and address(es) of the initial Director(s) of this corporation is/are:

MARTIN JOHNSON

5030 Champion Blvd., Suite 6-227
Boca Raton, Florida 33496

DIANE JOHNSON

5030 Champion Blvd., Suite 6-227
Boca Raton, Florida 33496

**ARTICLE VII
INCORPORATION**

The name and address of the person signing these Articles of Incorporation is: **MARTIN JOHNSON**
5030 Champion Blvd., Suite 6-227
Boca Raton, Florida 33406

**ARTICLE VIII
BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and shareholders.

**ARTICLE IX
INITIAL ISSUE OF STOCK**

<u>NAME</u>	<u>SHARES</u>
MARTIN AND DIANE JOHNSON as Tenants By Entirety	-500-

**ARTICLE X
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 XI
APPROVAL OF SHAREHOLDERS FOR MERGER**

The approval of the shareholders of this corporation to any plan or merger shall be required in every case, whether or not such approval is required by law.

**ARTICLE XII
MEETINGS OF CONFERENCE**

Members of the Board of Directors may participate in special meetings by conference telephone, as provided by law, but regular meetings of the Board of Directors must be attended in fact, in person, by each Director.

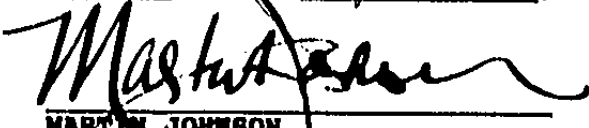
**ARTICLE XIII
AMENDMENT**

This corporation reserves the right to amend or repeal any provisions obtained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIV
INDEMNIFICATION

This corporation shall indemnify any officer or Director, or any former officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 2 day of August, 1996.


MARTIN JOHNSON
Subscriber

STATE OF FLORIDA)

COUNTY OF Palm Beach)

The foregoing instrument was acknowledged before me this 2nd day of August, 1996, by MARTIN JOHNSON, who is personally known to me or who has provided as identification and who did (did not) take an oath.


NOTARY PUBLIC/STATE OF FLORIDA

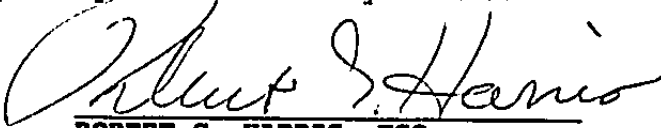
My Commission Expires:



ROBERT G. HARRIS
MY COMMISSION # CG327200 EXPIRES
November 11, 1997
BONDED THRU TROY FARM INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation at the place designated in the foregoing Articles of Incorporation, I hereby agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


ROBERT G. HARRIS, ESQ.

Address:

6100 Glades Road, Suite 201
Boca Raton, Florida 33434

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96 AUG -7 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA