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8/26/96

FLORIDA DIVISION OF CORPORATIONS

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TO DIVISION OF CORPORATIONS

FROM: ACE INDUSTRIES, INC.

DEPARTMENT OF STATE

54 NW 11TH ST

STATE OF FLORIDA

409 EAST GAINES STREET

MIAMI FL 33136-28902-

TALLAHASSEE, FL 32399

CONTACT: LYNN FRIEDMAN

FAX: (904) 922-4000

PHONE: (305) 358-2571

FAX: (305) 358-7832

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SMITH PUBLICATIONS INC.

FAX AUDIT NUMBER: H96000011904

CURRENT STATUS: REQUESTED

DATE REQUESTED: 08/26/1996

TIME REQUESTED: 13:05:58

CERTIFIED COPIES: 1

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

Smith Publications Inc

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the Corporation shall be:

Smith Publications Inc

ARTICLE II - PRINCIPAL OFFICE

The principal place of business shall be:

1014 Eaton Street  
(Physical street address)

Key West, FL 33040  
(City, State, and Zip code)

The mailing address of the Corporation shall be:

1014 Eaton Street  
(Street or P.O. Box)

Key West, FL 33040  
(City, State, and Zip code)

ARTICLE III - CAPITAL STOCK

The authorized capital stock of the Corporation shall be 5,000 shares of common stock with a par value of \$1.00 per share. The Corporation plans to initially issue 500 shares, reserving the balance for subsequent issuance.

H96-11904  
ACE INDUSTRIES, INC.  
54 N.W. 11th Street  
Miami, Florida 33138  
305-358-2571

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#### ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The following person shall serve as registered agent for the corporation at the address stated:

Teri Youmans-Smith  
Signature

1014 Eaton Street  
(Street Address)

Teri Youmans-Smith  
Print or Type Name

Key West, FL 33040  
(City, State, and Zip)

#### ARTICLE V - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

IN WITNESS WHEREOF, this is to certify that the undersigned incorporator, who shall also serve as initial director and registered agent, hereby makes, subscribes, acknowledges and files these Articles of Incorporation, in order to form a corporation under the laws of the State of Florida, and hereby accepts designation as registered agent.

INITIAL ADDRESS of  
Corporation  
and Incorporator

Teri Youmans-Smith  
(Signature)

1014 Eaton Street  
(Street Address)

Teri Youmans-Smith  
(Name)

Key West, FL 33040  
(City, State, & Zip)

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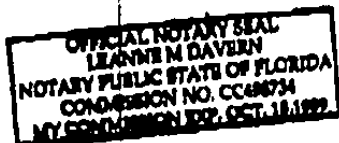
STATE OF FLORIDA

COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 22nd  
day of August, 1996 by Teri Youmans Smith of  
Smith Publications Inc, a Florida Corporation, on  
behalf of the corporation. X~~he~~/she is personally known to me and  
did not take an oath.

LeAnne M. Davern  
NOTARY PUBLIC, STATE OF FLORIDA

LeAnne M. Davern  
(TYPED OR PRINTED NAME)



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## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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: Smith Publications Inc  
(must include suffix)

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

Teri Youmans-Smith  
(Name)

1014 Eaton Street  
(Street address - P. O. Box not acceptable)

Key West, FL 33040  
(City/State/Zip)

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*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 perfor-  
mance of my duties, and I am familiar with and accept the obligations of my position  
as registered agent.*

✓ Teri Youmans-Smith  
(Signature)

8/22/96  
(Date)

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