

P960000081552

Cloud Consulting, Inc.

311 South Calhoun Street, Suite, 202X, Tallahassee, Florida 32301
Telephone (904) 224-2228 Facsimile (904) 224-5033

October 2, 1996

VIA HAND DELIVERY

Secretary of State
Bureau of Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

FILED
96 OCT -2 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3000001962933
-10/02/96--01047--003
****122.50 ****122.50

Re: NATIONAL MAGAZINE WHOLESALERS, INC.

Dear Sir:

Enclosed, please find the original and one copy of the Articles of Incorporation prepared for the above named company. Also enclosed is our check in the amount of \$122.50 to cover the cost of this filing.

Filing Fee	\$ 35.00
Registered Agent	35.00
Certified Copy of Articles	<u>52.50</u>
Total Filing Fee	\$122.50

RECEIVED
96 OCT -2 PM 12:03
DIVISION OF CORPORATION

Beginning date for this corporation is October 2, 1996.

Thank you for your attention to this matter.

Sincerely,

Robert Wade Cloud
Robert Wade Cloud

WC/lsc
enclosures

PICK-UP
2:00
OCT 2 1996

ARTICLES OF INCORPORATION
OF
NATIONAL MAGAZINE WHOLESALERS, INC.

FILED
96 OCT -2 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.
CORPORATE NAME AND ADDRESS

The name of the corporation shall be:

NATIONAL MAGAZINE WHOLESALERS, INC.

The address of the principal office of this corporation shall be 311 South Calhoun Street, Suite 202X, Tallahassee, Florida 32301 and the mailing address of the corporation shall be the same. The directors may from time to time move the principal office to any other address in Florida.

ARTICLE II.
NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all lawful business permitted under the laws of the the State of Florida.

ARTICLE III.
CAPITOL STOCK

The maximum number of shares of stock that this corporation is authorized to issue or have outstanding at any one time is 1,000 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE IV.
REGISTERED AGENT

The name and street address of the initial registered agent of the corporation shall be:

ROBERT WADE CLOUD
311 South Calhoun Street, Suite 202X
Tallahassee, Florida 32301

ARTICLE V.
TERM OF EXISTENCE

The corporation's term of existence is perpetual.

ARTICLE VI.
OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Robert Wade Cloud, President/Treasurer
311 South Calhoun Street, Suite 202X
Tallahassee, Florida 32301

Pam S. Kjellman
2808 Webster Avenue South
St Louis Park, MN 55416

ARTICLES VII.
BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of Directors may be increased or decreased from time to time by a resolution adopted by a majority of the stockholders, but shall never be fewer than two. The names and addresses of the members of the first Board of Directors are:

NAME

ADDRESS

Robert Wade Cloud

311 South Calhoun Street, Suite 202X
Tallahassee, Florida 32301

Pam S. Kjellman

2808 Webster Avenue South
St. Louis Park, MN 55416

ARTICLE VIII.
INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Robert Wade Cloud
311 South Calhoun Street, Suite 202X
Tallahassee, Florida 32301


IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 2nd day of October, 1996.



Robert Wade Cloud
Incorporator

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION
OF NATIONAL MAGAZINE WHOLESALERS, INC.

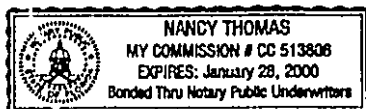
I, Robert Wade Cloud, having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, am familiar with and accept the obligation of the position of Registered Agent under section 607.0505 of the Florida Statutes.

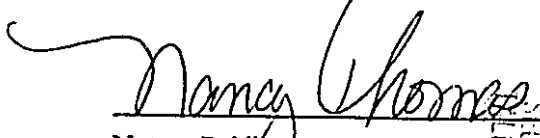

Robert Wade Cloud,
Registered Agent

STATE OF FLORIDA)
COUNTY OF LEON)

BEFORE ME, the undersigned authority, personally appeared, Robert Wade Cloud, who is well known to me to be the person described in and who executed the foregoing Acceptance of Incorporation on National Magazine Wholesalers, Inc., and he acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Tallahassee in the said County and State this 2nd day of October, 1996.




Notary Public

(Seal)

My Commission Expires: 1/28/2000
Fla Driver's license

FILED
96 OCT -2 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA