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AUDIT NUMBER.....H96000014615

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES 4

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EMPIRE CORPORATE KIT

13:44 OCT-17-1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 17, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: COURTELIS PUBLISHING, INC.
REF: W96000022117

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

PLEASE PUT THE TELEPHONE NUMBER IN THE PREPARER'S STATEMENT.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000014615
Letter Number: 896A00047697

ARTICLES OF INCORPORATION

H96000014615

OF

COURTELIS PUBLISHING, INC.

The undersigned incorporator, for purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

- FIRST:** The name of the Corporation is Courtelis Publishing, Inc. (the "Corporation").
- SECOND:** The street address of the initial principal office and mailing address of the Corporation is 701 Brickell Avenue, Suite 1400, Miami, Florida 33131.
- THIRD:** The Corporation is authorized to issue 100,000 shares of common stock, par value \$.01 per share.
- FOURTH:** The street address of the initial registered office of the Corporation is: Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the registered agent at that address is: B & C Corporate Services, Inc.
- FIFTH:** The name and address of the incorporator of the Corporation is: Kathleen L. Deutsch, Broad and Cassel, Miami Center, 201 South Biscayne Boulevard, Suite 3000, Miami, Florida 33131.
- SIXTH:** The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Statutes.
- SEVENTH:** The Corporation shall have three directors initially and the number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than one. The names and addresses of the initial directors of the Corporation are:

Kathleen L. Deutsch
Florida Bar Number 0571891
Broad and Cassel
Miami Center, Suite 3000
200 South Biscayne Boulevard
Miami, Florida 33131
(305) 373-9400

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Mark Richmond
22 North First Street
Newark, Ohio 43055

EIGHTH: The corporate existence of the Corporation shall commence on October 16, 1996.

NINTH: The Corporation shall indemnify any director or officer to the fullest extent permitted by Florida Law.

Kathleen L. Deutsch
Kathleen L. Deutsch, Incorporator

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ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

H96000014615

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Business Corporation Act.

B & C CORPORATE SERVICES, INC.

By: 
Allison A. Lichter, Vice President

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