

P96000095435



THE COMPANY CORPORATION

1313 N Market Street • Wilmington, Delaware 19801-1151 • Telephone: (302) 575-0440 • Fax: (302) 575-1346

November 15, 1996

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-11/26/96--01133--016
*****70.00 *****70.00

RE: B.C. Meredith, Inc.
P3280617B.COO

Dear Sir or Madam:

Enclosed please find Articles of Incorporation (and related documents, if appropriate) and our check in the amount of \$70.00 for B.C. Meredith, Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext.7003, with questions regarding the enclosed application.

Sincerely,

Regina Cephas

Regina Cephas
Vice President

enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER NOV 22 1996

ARTICLES OF INCORPORATION
OF
B.C. Meredith, Inc.

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be B.C. Meredith, Inc.

SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee FL 32303-6643. The name of the registered agent located at said address is Larry Wolfe.

THIRD: The principal address of the corporation is 1711 Lando Lane, Orlando FL 32806.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 100 shares at no par value.

SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:

Robert M. Cooney 1711 Lando Lane, Orlando FL 32806

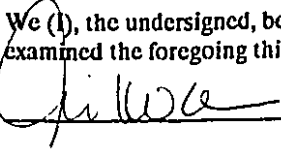
SEVENTH: The duration of the corporation is perpetual.

EIGHT: This is a Close Corporation.

NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:

Alison Kochie c/o The Company Corporation
1313 N. Market Street, Suite 3410; Wilmington DE 19801-1151

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 13th day of November, 1996.

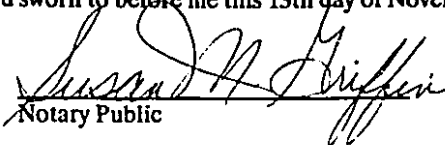


State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 13th day of November, 1996 by Alison Kochie.

SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000


Notary Public

This document was prepared by Alison Kochie, 1313 N. Market Street, Suite 3410; Wilmington DE 19801 (302) 575-0440.

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TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON PROCESS MAY BE SERVED.

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this B.C. Meredith, Inc. desiring to organize under the laws of the state of Florida with its principal place of business located in the city of Orlando, State of Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of process within Florida.

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



Larry Wolfe

11/13/96

Date

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TALLAHASSEE, FLORIDA

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