POTOCOCAH 388 Bernard A. Singer, P.A. BOARD CERTIFIED TAX LAWYER

HOLLYWOOD:

Emerald Hills Professional Park 4700-B Sheridan Street Hollywood, Florida 33021

BOCA RATON:

5100 Town Center Circle Sulte 300 Boca Raton, Florida 33486

March 10, 1997

TELEPHONES:

Dade: (305) 892-8512 Broward: (954) 985-8600 Boca Raton: (407) 347-0577 Telecopier: (954) 985-0941

REPLY TO:

HOLLYWOOD OFFICE

900002112469--9 -03/13/97--01058--004 *****70.00 *****70.00

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

Re: Articles of Incorporation of PERSONAL DEVELOPMENT PRESS, INC.

Dear Sir or Madam:

Enclosed are the following:

- 1. Articles of Incorporation of PERSONAL DEVELOPMENT PRESS, INC., Inc. I have filed these in duplicate in order that I may obtain a stamped copy.
- 2. My check in the amount of \$70.00 to cover the cost of the filing fee and the stamped copy.

Please forward the stamped copy to me in the envelope provided for your convenience.

If you have any questions, please contact me immediately.

Very truly yours,

Bernard A. Singer

BAS/ks

cc: Mr. Tim Simpson

W.\Simpson\SOSINC.LTR

SECRETARY OF STATE ON ASSET OF ACT OF

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ARTICLES OF INCORPORATION

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OF

PERSONAL DEVELOPMENT PRESS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: PERSONAL DEVELOPMENT PRESS, INC..

The address of the principal office of this corporation shall be 4747 Hollywood Blvd., Suite

148, Hollywood, Florida 33021 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having Ten Cent (\$.10) par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 4700 Sheridan Street, Suite B, Hollywood, Florida 33021, and the name of the initial registered agent of the corporation at that address is Bernard A. Singer.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The number of Directors may at any time and from time to time be increased or decreased by action of either the sharehholders or the Board of Directors, but no decrease in the number of Directors shall have the effect of shortening the term of any incumbent Director. The name and street address of the initial member of the Board of Directors is:

Timothy J. Simpson

4747 Hollywood Blvd., Suite 148

Hollywood, FL 33021

ARTICLE VII. 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:

President

Timothy J. Simpson

4747 Hollywood Blvd., Suite 148

Hollywood, FL 33021

Secretary/Treasurer

Roberta S. Oppenheim

6071 N.W. 61st Avenue, Apt. 208

Tamarac, FL 33319

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Bernard A. Singer, Esq., 4700 Sheridan Street, Suite B, Hollywood, Florida 33021.

IN WITNESS WHEREOF, the undersigned as incorporator has executed these Articles of Incorporation this 10 Manh, 1997.

BERNARD A. SINGER, Incorporator

W.\Simpson\ARTOFING

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED **FOR**

PERSONAL DEVELOPMENT PRESS, INC.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That PERSONAL DEVELOPMENT PRESS, INC. desiring to organize under the laws of the State of Florida with its principle office, as indicated in the articles of incorporation, has named BERNARD A. SINGER, located at 4700 Sheridan Street, Suite B, Hollywood, Florida 33021, as agent to accept service of process within this state.

ACKNOWLEDGEMENT: Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

> **BERNARD A. SINGER Registered Agent**