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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
(904)922-4001

FAX #:

FROM: FERNAND LAMOTHE, INC.
105057001570

ACCT#:

CONTACT: FERNAND LAMOTHE
PHONE: (954)768-9548
(954)768-9775

FAX #:

NAME: INDEPTH MAGAZINE INC.

AUDIT NUMBER.....H97000005462

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

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FROM : F. LAMOTHE CA. ACCOUNTANT*USA** PHONE NO. : 954 768 9775

Apr. 03 1997 11:57AM P1

9041922-3708 04/03/97 07:41 Florida Department p1 /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 3, 1997

FERNAND LAMOTHE

SUBJECT: INDEPTH MAGAZINE INC.
REF: W97000007711

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala
Document Specialist Supervisor

FAX Aud. #: H97000005462
Letter Number: 497A00016718

FAX AUDIT # H97000005462

ARTICLES OF INCORPORATION
OF
INdept Magazine Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be "INdept Magazine Inc."

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation is 1633 S. 21th avenue, Hollywood, Florida, 33020.

ARTICLE III CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is Hundred Thousand (100,000) shares of Common Stock, par value \$1.00 per share.

ARTICLE IV PURPOSE

The 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.

Fernand Lamothe
721 S.E. 17th Street
Fort Lauderdale, Fl. 33316
(954) 768-9548

FAX AUDIT # H97000005462

FAX AUDIT # H87000005462

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Fernand Lamothe, 721 S.E 17Th Street, Fort Lauderdale, Florida 33316.

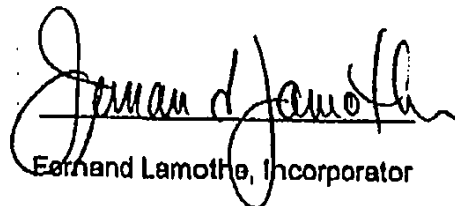
ARTICLE VI INCORPORATOR

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

Fernand Lamothe
721 S.E 17Th Street.
Fort Lauderdale, Florida 33316

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1). The name and address of the initial Director Arthur Pearson, 11462 Rexmere Blvd. Fort Lauderdale, FL. 33325

The undersigned has executed these Articles of Incorporation this 2nd day of April, 1997.


Fernand Lamothe, Incorporator

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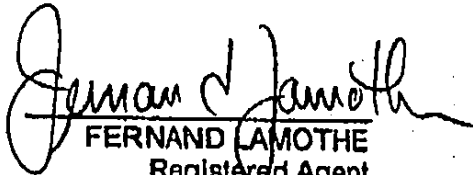
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**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

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TALLAHASSEE, FLORIDA

Having been named to accept service of process for Corporation, at the place designated in its Articles of Incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: April 2nd, 1997.


FERNAND LAMOTHE
Registered Agent

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