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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: ~~JOHNNY C RODRIGUEZ~~

PHONE: (305)672-0686

FAX #: (305)672-9110

*LUIS*

NAME: ABC PUBLISHING, INC.

AUDIT NUMBER.....H97000006970

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

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

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## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
ABC Publishing, Inc.

### Article II. Address

The mailing address of the Corporation is:  
ABC Publishing, Inc.  
2105 Brickell Avenue  
Suite 316  
Miami FL 33129

### Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
Jairo Martinez  
2105 Brickell Avenue  
Suite 316  
Miami FL 33129

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Jairo Martinez  
Lenny Reynoso

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Lorenzo Lleras | FL Bar Member 061859  
Latour & Sidlosca, P.A.  
605 Lincoln Road, Suite 420  
Miami Beach FL 33139  
305-538-8911

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**Article V. Capital Stock**

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

**Article VI. Incorporator**

The name and address of the incorporator is:

Lorenzo Lleras  
Latour & Sidlosca, P.A.  
605 Lincoln Road, Suite 420  
Miami Beach FL 33139

**Article VII. Corporate Existence**

The corporate existence of the Corporation shall begin effective April 29, 1997

The undersigned incorporator executed these Articles of Incorporation on  
April 29, 1997



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LORENZO LLERAS  
by L.A. Uriarte as attorney-in-fact

Lorenzo Lleras | FL Bar Member 061859  
Latour & Sidlosca, P.A.  
605 Lincoln Road, Suite 420  
Miami Beach FL 33139  
305-538-8911

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

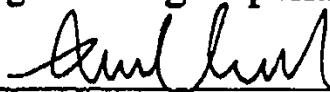
**CORPORATION:**

ABC Publishing, Inc.

**REGISTERED AGENT/OFFICE:**

Jairo Martinez  
2105 Brickell Avenue  
Suite 316  
Miami FL 33129

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



Jairo Martinez  
by L.A. Uriarte as attorney-in-fact

Date: April 29, 1997

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