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LEONARD ALTERMAN

ATTORNEY AT LAW

9116 CYPRESS GREEN DRIVE
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May 19, 1997

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

Re: SIMMONS & DAVIS PUBLISHING, INC.

Gentlemen:

I am enclosing herewith an original and one copy of the Articles of Incorporation and Designation of Registered Agent of SUPREMA CORPORATION OF AMERICA. Also enclosed is a check in the amount of \$122.50 as payment for the following amounts:

\$35.00 - Filing Fee
52.50 - Certified Copy
35.00 - Resident Agent Designation

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-05/21/97--01020--013
****122.50 ****122.50

I would appreciate your returning the certified copy to me at your earliest convenience.

Thank you for your attention to this matter.

625
W97-12101

Sincerely,



Leonard Alterman

Enclosures

cc: Paul N. Simmons, Jr.

JP 6/2/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 22, 1997

LEONARD ALTERMAN, ESQUIRE
9116 CYPRESS GREEN DRIVE
JACKSONVILLE, FL 32256

SUBJECT: SIMMONS & DAVIS PUBLISHING, INC.
Ref. Number: W97000012101

We have received your document for SIMMONS & DAVIS PUBLISHING, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 597A00028023

ARTICLES OF INCORPORATION
OF
SIMMONS & DAVIS PUBLISHING, INC.

FILED
DECEMBER 1946
STATE OF FLORIDA
CLERK OF THE CIRCUIT COURT

The undersigned for the purpose of organizing and incorporating a corporation pursuant to the laws of the State of Florida, hereby makes, subscribes, acknowledges, and files these Articles of Incorporation.

ARTICLE I

NAME OF THE CORPORATION

The name of this corporation shall be SIMMONS & DAVIS PUBLISHING, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal office of the corporation shall be at: 1946 Parental Home Road, Suite A, Jacksonville, Florida 32216.

ARTICLE III

DURATION OF CORPORATION

This corporation shall exist in perpetuity, unless sooner dissolved in accordance with law; and its existence shall commence on the date of filing of these Articles of Incorporation.

ARTICLE IV

GENERAL PURPOSE

The general purposes for which this corporation is organized shall include the transaction of any or all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE V

CAPITAL STOCK

The corporation shall have the authority to issue but one class of stock. It shall have the authority to issue 7500 shares of common stock, each of which shall have a par value of \$1.00 and shall have voting rights. Each shareholder shall have preemptive right.

ARTICLE VI

INITIAL REGISTERED OFFICE

The street address of the corporation's initial registered office and the name of its initial registered agent for service of process within the state of Florida at such address are:

Registered Agent:	Leonard M. Alterman
Address:	9116 Cypress Green Drive, Suite 207 Jacksonville, FL 32256

ARTICLE VII

DIRECTORS

The corporation shall have not less than one and not more than five directors. The number of directors may be either increased or

decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by the law or by the by-laws but shall never be less than one.

ARTICLE VIII

INITIAL DIRECTORS

The name and address of the initial directors of the corporation are as follows:

PAUL N. SIMMONS, JR.
1946 Parental Home Road, Suite A
Jacksonville, Florida 32216

PAUL S. DAVIS
1946 Parental Home Road, Suite A
Jacksonville, Florida 32216

ARTICLE IX

INCORPORATORS

The names and addresses of the incorporators are as follows:

PAUL N. SIMMONS, JR.
1946 Parental Home Road, Suite A
Jacksonville, Florida 32216

IN WITNESS WHEREOF, the undersigned has hereunto set their hands and seals on this the 8th day of May, 1997.


Paul N. Simmons, Jr.

STATE OF FLORIDA)
) SS:
COUNTY OF DUVAL)

On this day, before me, an officer duly authorized by law to take oaths and acknowledgments, personally appeared PAUL N. SIMMONS, JR. who executed the foregoing Articles of Incorporation, that he executed the same for the purposes therein expressed, ✓ who is personally known to me (or) _____ who has produced Florida Driver's License No. _____ as identification, and who _____ did _____ did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Florida, on this the 8th day of May, 1997.

Leonard M. Alterman
Notary Public
State of Florida at Large
My Commission expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, I hereby am familiar with and accept the duties and responsibilities 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.

Leonard M. Alterman
LEONARD M. ALTERMAN
Date May 8, 1997