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Pensacola, Florida 32503-1009

A Partnership of Professional Associations

Bruce A. McDonald

May 28, 1997

Telephone (904) 477-0660

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Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Outzen Publication, Inc.

100002198261--5

-06/02/97--01130--009

****122.50 ****122.50

Dear Sir:

Enclosed please find Articles of Incorporation of Outze Publication, Inc. and Acceptance of Appointment of Registered Agent. Also, please find our check for \$122.50 to cover the filing fee for a profit corporation, and registered agent designation. Please send us back a certified copy of these Articles (copy enclosed) showing your receipt of same.

If you should have any problems or concerns, please do not hesitate to contact my office.

Sincerely,


Bruce A. McDonald

BAM/jbw
Encls.

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ARTICLES OF INCORPORATION
OF
OUTZEN PUBLICATIONS, INC.

FILED
97 JUN -2 PM 3:20
FILE

The undersigned acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of this corporation is Outzen Publications, Inc.

ARTICLE II

DURATION

This corporation shall exist perpetually, commencing upon the filing of these Articles.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in any activity or business permitted under the laws of the United States.

ARTICLE IV

PRINCIPAL OFFICE; MAILING ADDRESS

The principal office is located at 110 Pinetree Drive, Gulf Breeze, Florida. The mailing address of the corporation is 110 Pinetree Drive, Gulf Breeze, Florida 32561.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE VI

PREEMPTIVE RIGHTS

Every shareholder upon the sale of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 110 Pinetree Drive, Gulf Breeze, FL 32561, and the name of this corporation's initial registered agent is Richard M. Outzen, Jr.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors is two (2), whose names and addresses are:

Richard M. Outzen, Jr.
110 Pinetree Drive
Gulf Breeze, FL 32561

Cathryn C. Outzen
110 Pinetree Drive
Gulf Breeze, FL 32561

ARTICLE IX

INCORPORATOR

The name and address of the incorporator is Richard M. Outzen, Jr., at 110 Pinetree Drive, Gulf Breeze, FL 32561.

IN WITNESS WHEREOF, the undersigned incorporator has

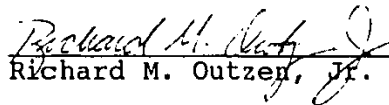
executed these Articles of Incorporation this 23 day of May,
1997.

Richard M. Outzen, Jr.
Richard M. Outzen, Jr., Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Richard M. Outzen, Jr., hereby accept the appointment as Registered Agent for Outzen Publications, Inc., and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent as set forth in its Articles of Incorporation being filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 23 day of May, 1997.


Richard M. Outzen, Jr.

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