

AMAN & LINS, P.A.

PARAMOUNT PLAZA
SUITE 300
14502 N. DALE MABRY HIGHWAY
TAMPA, FLORIDA 33618-2072

PHONE: (813) 265-0004
FAX: (813) 265-9644

JEFFREY A. AMAN
D. MICHAEL LINS

ATTORNEYS & COUNSELLORS AT LAW

P97000073152

August 5, 1997

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: ^{News} Public Resources, Inc.

Gentlemen:

Enclosed please find the following with regard to the referenced corporation.

1. Articles of Incorporation (2 originals).
2. Certificate Designating Registered Agent (original and 1 copy).
3. Check in the amount of \$122.50 payable to the Secretary of State.

Please file the Articles and Certificate immediately upon your receipt of same, and return a certified original of the Articles and copy of the Certificate to our office along with the Notice of Incorporation.

Thank you for your assistance. Please call if you have any questions.

Very truly yours,

D. Michael Lins

D. Michael Lins

DML/pg
Enclosures

DML 8/22/97

600002260386--8
-08/07/97--01031--007
***122.50 ***122.50

FILED
97 AUG 22 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~W97 18411~~
~~CONF # P97-59190~~

T.M. - 8/11/97

AMAN & LINS, P.A.

PARAMOUNT PLAZA
SUITE 800
14502 N. DALE MABRY HIGHWAY
TAMPA, FLORIDA 33618-2072

PHONE: (813) 265-0004
FAX: (813) 265-9644

JEFFREY A. AMAN
D. MICHAEL LINS

ATTORNEYS & COUNSELORS AT LAW

August 19, 1997

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Public News, Inc.

Gentlemen:

Pursuant to your letter dated August 11, 1997 wherein you rejected the submitted Articles of Incorporation for Public Resources, Inc., please find enclosed the Articles of Incorporation for Public News, Inc. which should be substituted in lieu of the aforesaid Articles.

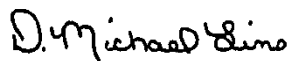
1. Articles of Incorporation (2 originals).
2. Certificate Designating Registered Agent (original and 1 copy).

Please note that our firm's check in the amount of \$122.50 payable to the Secretary of State was previously retained and deposited with the Secretary of State's office.

Please file the Articles and Certificate immediately upon your receipt of same, and return a certified original of the Articles and copy of the Certificate to our office along with the Notice of Incorporation.

Thank you for your assistance. Please call if you have any questions.

Very truly yours,



D. Michael Lins
Signed in his absence to avoid delay in mailing

DML/pg
Enclosures

**ARTICLES OF INCORPORATION
OF
PUBLIC NEWS, INC.**

FILED
97 AUG 22 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the Corporation is PUBLIC NEWS, INC. The address of the Corporation is 8488 West Hillsborough Avenue, Tampa, Florida 33615.

ARTICLE II

DURATION

The Corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The Corporation is organized for the following purposes: to engage in any activity or business incidental to or related to the business; to acquire and hold stock in any corporation; to engage in joint ventures and partnerships, as a limited or general partner; to acquire, own, hold, manage, mortgage, improve, lease, sell, exchange, transfer, and otherwise deal with real, personal, and intangible property wherever situate; to carry out the said purposes in any State, territory, district, or possession of the United States, or in any foreign country; and to engage in any activity or business permitted under the laws of the United States, the State of Florida, and any other State or foreign country.

ARTICLE IV
CAPITAL STOCK

The Corporation is authorized to issue 10,000 shares of capital stock of the par value of One Dollar (\$1.00) per share which shall be designated "Common Shares," and all of which shall have the same rights and privileges.

ARTICLE V
PRE-EMPTIVE RIGHTS

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

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is 14502 N. Dale Mabry Highway, Suite 300, Tampa, FL 33618, and the name of the initial Registered Agent of the Corporation at that address is D. Michael Lins.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws. The names of the initial Directors of the Corporation are:

Daniel Fordham

James E. Turner

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is D. Michael Lins, 14502 N. Dale Mabry Highway, Suite 300, Tampa, FL 33618.

ARTICLE IX
BYLAWS

The power to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors and the shareholders.


ARTICLE X
INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI
AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20 day of August, 1997.



D. Michael Lins, Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 20th day of August, 1997 by D. Michael Lins, who is personally known to me or who has produced _____ as identification.

Patricia M. Graves
Signature of person taking acknowledgment
Patricia M. Graves
Name typed/printed/stamped
Legal Assistant
Title

My commission expires:



PATRICIA M GRAVES
My Commission CC499708
Expires Oct. 05, 1999

CERTIFICATE DESIGNATING REGISTERED AGENT

FILED

97 AUG 22 PM 1:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091 and Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

That PUBLIC NEWS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 14502 N. Dale Mabry Highway, Suite 300, Tampa, Florida 33618, has named D. Michael Lins, located at 14502 N. Dale Mabry Highway, Suite 300, Tampa, Hillsborough County, Florida 33618, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Corporation, at the 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 the proper and complete performance of my duties, and I accept the duties and obligations of Chapter 607.0501, Florida Statutes.

D. Michael Lins

D. Michael Lins, Registered Agent

Date: 8/20/97