

P97000074970



ACCOUNT NO. : 072100000032

REFERENCE : 512663 *Patricia Pappas* 9104A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : August 28, 1997

ORDER TIME : 1:09 PM

ORDER NO. : 512663-005

100002280341--4

CUSTOMER NO: 9104A

CUSTOMER: Ms. Lori L. Ammons
HOLLAND & KNIGHT

Suite 1600
200 Central Avenue
St. Petersburg, FL 33701

FILED
97 AUG 28 PM 3:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

DOMESTIC FILING

NAME: GULF MEDIA GROUP, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS:

97 AUG 28 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SN AUG 28 1997

3

ARTICLES OF INCORPORATION
OF
Gulf Media Group, Inc.

FILED
97 AUG 28 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as incorporator, forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

ARTICLE I.

NAME

The name of this Corporation is Gulf Media Group, Inc.

ARTICLE II.

PRINCIPAL OFFICE

The initial principal address of this Corporation is:

16 Winston Drive, Belleair, FL 34616.

ARTICLE III.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this Corporation and the street address of the Registered Office are as follows:

Name: G. Michael Harris

Address: 16 Winston Drive, Belleair, FL 34616

ARTICLE IV.

INCORPORATOR

The name and address of the Incorporator of this Corporation are:

Name: Richard O. Jacobs

Address: 200 Central Avenue, Suite 1600, St.
Petersburg, FL 33701.

ARTICLE V.

CAPITAL STOCK

This Corporation is authorized to issue 1,000,000 shares of \$.01 par value common stock.

ARTICLE VI.

PREEMPTIVE RIGHTS

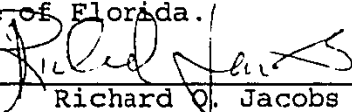
The holders of issued and outstanding shares shall be entitled to preemptive rights within the meaning of Florida Statutes, Chapter 607.

ARTICLE VII.

EFFECTIVE DATE OF ARTICLES

These Articles shall be effective upon filing with the Secretary of State.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set the undersigned's hand and seal this 25 day of AUGUST, 1997 for the purpose of organizing this Corporation under the laws of the State of Florida.



Richard O. Jacobs

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 provision of said Act relative to keeping open said office.
Date: AUGUST 25, 1997.



G. Michael Harris

FILED
97 AUG 28 PM 3:00
STATE
SECRETARY
TALLAHASSEE, FLORIDA