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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: SOUTH FLORIDA NEWSWEEK, INC.

AUDIT NUMBER.....H97000017B44

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

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 28, 1997

PAM FRIEDMAN
ACE INDUSTRIES, INC.
54 NW 11TH ST.
MIAMI, FL 33136

SUBJECT: SOUTH FLORIDA NEWSWEEK, INC.
REF: W97000024428

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H97-17844

ARTICLES OF INCORPORATION

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TALLAHASSEE, FLORIDA

Article 1: Name of Corporation SOUTH FLORIDA PUBLISHING COMPANY
Address of Corporation 4600 NORTHWEST 7th AVENUE
MIAMI, FLORIDA 33127

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000,000, with a par value of \$1.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED AGENT

SONNY WRIGHT

and

4600 NORTHWEST 7th AVENUE

REGISTERED OFFICE: *

MIAMI, FLORIDA 33127

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

* Sonny Wright 10/27/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)

First listed is President. Second is Vice-President. Then, sec/treasurer

1. SONNY WRIGHT

4600 NORTHWEST 7th AVENUE

MIAMI, FLORIDA 33127

Article 5: The Name and Address of the INCORPORATOR is:

SONNY WRIGHT

4600 NORTHWEST 7th AVENUE

MIAMI, FLORIDA 33127

In witness whereof I have subscribed my name *

Sonny Wright
Signature of Incorporator

SONNY WRIGHT

H97-17844
Prepared by:

ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33136
305-358-2571