



P97000099954

ACCOUNT NO. : 072100000032

REFERENCE : 611936 81130A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 70.00

ORDER DATE : November 24, 1997

ORDER TIME : 2:07 PM

ORDER NO. : 611936-005

CUSTOMER NO: 81130A

500002355545--6

CUSTOMER: Lynn J. Griffith, Esq.
LYNN J. GRIFFITH, P.A.

Suite 101
6338 Presidential Court
Ft. Myers, FL 33919

DOMESTIC FILING

NAME: CONSTRUCTION EDITORIAL
SERVICES, 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: Andrew Cumper

EXAMINER'S INITIALS:

FILED
97 NOV 24 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 NOV 24 PM 2:40
DIVISION OF CORPORATION
Dmc 11/24/97

ARTICLES OF INCORPORATION
OF
CONSTRUCTION EDITORIAL SERVICES, INC.

FILED
97 NOV 24 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribe to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the Corporation shall be Construction Editorial Services, Inc. The mailing address and street address of its initial principal office shall be: 953 Clarellen Drive, Fort Myers, Florida 33919, the name of its initial registered agent shall be Lynn J. Griffith, P.A. whose address is: 6338 Presidential Court, Suite 101, Fort Myers, Florida 33919.

ARTICLE II

The general nature of the business to be transacted by this corporation shall be:

(a) Literary and marketing services;

(b) To such extent as a corporation organized under Chapter 607 of the Florida Statutes may now or hereafter lawfully do, to do, and for the accomplishment of any of the purposes or the attaining of any of the objects enumerated in these Articles of Incorporation, or any amendments with other firms, corporations or individuals, all and every necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance the value of its property, and, in general, to engage in and carry on any and every lawful business in any manner whatsoever not prohibited by law, whether or not the same be necessary or incident to the attainment of the objects of this corporation, or whether or not such business is similar in nature to the objects set forth in these Articles of Incorporation, or any and all powers, rights, and privileges which a corporation may now or hereafter be organized, authorized or empowered to do or exercise under provisions of the Florida Statutes, or under any Act amendatory thereto, supplemental thereto or substituted therefor.

(c) The foregoing paragraphs shall be construed as enumerating the purposes, objects, and powers of this corporation, and no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE III

The maximum number of stock of this corporation which it is authorized to have outstanding at any one time is ONE THOUSAND (1000) shares of common stock at one dollar (\$1.00) par value. Said stock shall be nonassessable and shall be payable in lawful money of the United States or in property, labor, or in services at a just valuation to be fixed by the stockholders at a meeting duly convened and held.

ARTICLE IV

The names and addresses of the original subscribers to these Articles of Incorporation and the number of shares each agrees to take is as follows:

Angela Abrell

200 Shares

ARTICLE V

The term for which this corporation shall exist shall be perpetual and the business of the corporation shall be conducted, carried on and managed by the officers of this corporation and a Board of Directors composed of one (1) or more members, which number may be altered from time to time by the By-Laws of this corporation within the limitations prescribed by law.

The officers of this corporation shall be a President and any other office as to the Board of Directors may deem expedient.

ARTICLE VI

No contract, act or transaction of this corporation with any person or persons, firm or other corporation, in the absence of fraud or wrongdoing, shall be affected or invalidated by the fact that any Director of this corporation is a party to or interested in such contract, act or transaction, or in any way connected with such person, persons, firm or corporation, and each and every person who may become a Director of this corporation is hereby relieved from any liability that might otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association or corporation in which he may in any way be interested. Any Director of this corporation may vote upon any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he is also a Director of such subsidiary or controlled company.

ARTICLE VII

These Articles of Incorporation of this corporation may be amended, changes, altered or repealed in the manner now or thereafter prescribed by the Florida Statutes and all rights

conferred upon stockholders herein are granted subject to this reservation.

WITNESS my hand and seal this 20th day of November, 1997.

Angela Abrell (SEAL)
ANGELA ABRELL, Incorporator

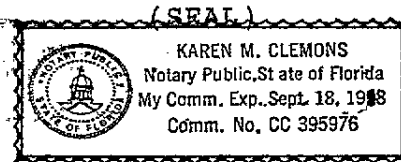
STATE OF FLORIDA) ss
COUNTY OF LEE)

I hereby certify that on this day before me, a Notary Public duly authorized in the State of Florida and county of Lee to take acknowledgements, personally appeared to me Angela Abrell, to me well known/~~who has produced Fla. Driver's License No. _____~~ as subscriber to the foregoing Articles of Incorporation and who executed the same, and acknowledged before me that Angela Abrell, subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 20th day of November, 1997.

Karen M. Clemons
Notary Public

My Commission Expires:



FILED

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE 97 NOV 24 PM 3:34

PURSUANT TO THE PROVISION OF SECTION 607.0501 OR 617.0501, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF
THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF
FLORIDA.

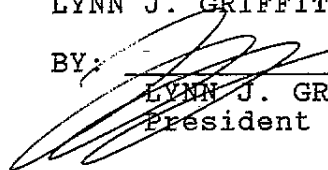
1. The name of the corporation is Construction Editorial Services, Inc.
2. The name and address of the registered agent and office is:

Lynn J. Griffith, P.A.
6338 Presidential Court, Suite 101
Fort Myers, Florida 33919

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent 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.

LYNN J. GRIFFITH, P.A.

BY:


LYNN J. GRIFFITH
President

11/20/97
(DATE)