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EFFECTIVE DATE 1-98

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CORPORATION(S) NAME

Charter Number Only

FILED 97 DEC 12 PM 2: 40 SECRETARY OF STATE TALLAHASSEE, FLORIDA

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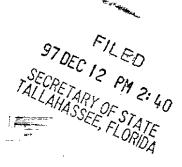
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ARTICLES OF INCORPORATION

FFEGTIVE DATE

OF

MANATEE PUBLICATIONS, INC.



ARTICLE I - NAME

The name of this corporation is:

MANATEE PUBLICATIONS, INC.

ARTICLE II - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on January 1, 1998. This corporation is to exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 5,000 shares of one (\$1.00) dollar par value common stock.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the principal office of this corporation is 3463 NW 47th Avenue, Coconut Creek, Florida 33063, and the mailing address is the same.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address is Peter A. Krause, 7770 W. Oakland Park Boulevard, Suite 470, Sunrise, Florida 33351.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time in accordance with the by-laws, but shall never be less than one. The initial director shall be:

Fredda M. Weiss 3463 NW 47th Avenue Coconut Creek, Florida 33063

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is Peter A. Krause, 7770 West Oakland Park Boulevard, Suite 470, Sunrise, Florida 33351.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law as the law now exists or may be amended hereafter.

ARTICLE IX - AMENDMENT

The Articles of Incorporation may be amended, changed, altered or repealed in the manner now or hereafter prescribed by the Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 11th day of December, 1997.

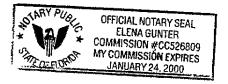
Peter A. Krause, Incorporator

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing Articles of Incorporation were acknowledged before me on December 11, 1997, by Peter A. Krause, who is personally known to me.

Notary Public

My commission expires:



Oath of Acceptance of Registered Agent:

Having been named as Registered Agent to accept service of process as above, I hereby accept to act in said capacity and agree to comply with requirements of law in said regarding including keeping open said office.

Peter A. Krause

97 DEC 12 PM 2: 40
SECRETARY OF STATE

(SEAL)