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December 17, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Attention: Filing Department

Re: ~~Incorporation of City News, Inc.~~
Incorporation of City News II, Inc.
Our File No. 97-966-01

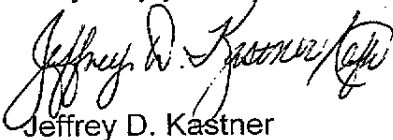
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****245.00 ****122.50

Gentlepersons:

Enclosed please find Articles of Incorporation for City News, Inc. and City News II, Inc. for filing with your office. Also enclosed please find my firm's check in the amount of \$245.00 representing the filing fees (2 @ \$70.00) and fees for certified copies (2 @ \$52.50), along with a Federal Express bill of lading to expedite the return of the certified copy of the Articles of Incorporation for the two (2) corporations.

Thank you for your prompt attention to this matter and should you have any questions, please do not hesitate to contact me.

Very truly yours,


Jeffrey D. Kastner

JDK/lfk
enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/19/97-
JDK

**ARTICLES OF INCORPORATION
OF**

CITY NEWS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

**ARTICLE I.
CORPORATE NAME**

The name of this Corporation shall be:

CITY NEWS, INC.

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TALLAHASSEE, FLORIDA

The address of the principal office of this corporation shall be **4400 Bouganvilla Drive Lauderdale-By-The-Sea, Florida 33308**, and the mailing address of the corporation shall be the same.

**ARTICLE II.
NATURE OF CORPORATE BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III.
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

**ARTICLE IV.
REGISTERED AGENT**

The street address of the initial registered office of the corporation shall be **10400 Griffin Road, Suite 203A, Cooper City, Florida 33328**, and the name of the initial registered agent of the corporation at that address is **Jeffrey D. Kastner, P.A.**

**ARTICLE V.
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI.
DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two (2) Directors, initially. The names and addresss of the initial members of the Board of Directors are:

Joseph Mazza	4400 Bouganvilla Drive Lauderdale-By-The-Sea, Florida 33308
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Carmino Mazza	4400 Bouganvilla Drive Lauderdale-By-The-Sea, Florida 33308
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**ARTICLE VII.
OFFICERS**

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Joseph Mazza, President	4400 Bouganvilla Drive Lauderdale-By-The-Sea, Florida 33308
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Carmino Mazza, Sec/Treasurer	4400 Bouganvilla Drive Lauderdale-By-The-Sea, Florida 33308
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**ARTICLE VIII.
INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation:

Jeffrey D. Kastner, P.A.
10400 Griffin Road, Suite 203A
Cooper City, Florida 33328

IN WITNESS WHEREOF, the undersigned agent of Jeffrey D. Kastner, P.A., has

hereunto set his hand and seal on December 17th, 1997.

JEFFREY D. KASTNER, P.A.

By: Jeffrey D. Kastner, on President
Jeffrey D. Kastner, Esquire, its President

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

Jeffrey D. Kastner, P.A., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

JEFFREY D. KASTNER, P.A.

By: Jeffrey D. Kastner, on President
Jeffrey D. Kastner, Esquire, its President

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