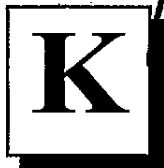


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THE KARP LAW FIRM

A Professional Association

Trusts, Estates & Elder Law

JOSEPH S. KARP*

*ALSO A MEMBER OF
NEW YORK BAR ASSOCIATION

OF COUNSEL:

RICHARD S. TOLBERT

Please Reply to:
Palm Beach Gardens

LEGAL ASSISTANTS:

TULIA C. DATENA, CLA
AUDREY L. YEAGER, CLA
RENEE MESSINA - HAZIEN, CLA

SOCIAL WORKER:

RONALD M. SIEGEL, LCSW

February 13, 1998

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

100002437301--0
-02/23/98--01027--016
****122.50 ****122.50

Re: Chatzky Publishing Company, Inc. - Articles of Incorporation

Dear Sir or Madam:

Enclosed for filing are an original and one copy of the Articles of Incorporation for Chatzky Publishing Company, Inc. as well as a check in the amount of \$122.50 to cover the filing fee.

Once the Articles have been filed, please return one conformed copy of same to my office.
Thank you.

Very truly yours,

JOSEPH S. KARP

JSK:tcd
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
93 FEB 23 AM 10:05

Congress Square, Suite 200
2206 West Atlantic Avenue
Delray Beach, FL 33444
(561)243-2991 Fax: (561)243-3089
Toll Free: (888)880-9911

Gardens Plaza, Suite 570
3300 PGA Boulevard
Palm Beach Gardens, FL 33410
(561)625-1100 Fax: (561)625-0060
Toll Free: (800)893-9911

Atrium Building, Suite G
2000 S. E. Port St. Lucie Boulevard
Port St. Lucie, FL 34952
(561)335-0100 Fax: (561)625-0060
Toll Free: (800)893-9911

karp@worldnet.att.net

4
L. BROWN FEB 24 1998

ARTICLES OF INCORPORATION
OF
CHATZKY PUBLISHING COMPANY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 23 AM 10:05

I, the undersigned, do hereby file these Articles of Incorporation for the purpose of forming a corporation under and pursuant to the laws of the State of Florida, including particularly, Chapter 607, Florida Statutes, and for that purpose, I do hereby certify, declare and set forth as follows, to wit:

ARTICLE I - NAME

The name of this corporation is **CHATZKY PUBLISHING COMPANY, INC.**

The address of the principal office of this corporation shall be 130 North Anchorage Drive, North Palm Beach, Florida 33408, and the mailing address of the corporation shall be the same.

ARTICLE II - NATURE OF 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 7,500 shares of common stock having \$1 par value per share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 130 North Anchorage Drive, North Palm Beach, Florida 33408, and the name of the initial registered agent of the corporation at that address is Deborah C. Karp.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE VII - OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until her successors are elected or appointed are:

Deborah C. Karp
Pres./Sec./Treas.

130 North Anchorage Drive
North Palm Beach, FL 33408

ARTICLE VIII - INCORPORATOR

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

Deborah C. Karp

130 North Anchorage Drive
North Palm Beach, FL 33408

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set her hand and seal on this 13th day of February, 1998.


Deborah C. Karp

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 23 AM 10:05

Deborah C. Karp, having a street address 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.


Deborah C. Karp