

P98000018545

January 28, 1998

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

FILED
98 FEB 25 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: PBI ASSOCIATION, INC.

Enclosed is an original and one (1) copy of the articles of
incorporation and a check for \$70.00 for the Filing Fee.

FROM: PBI ASSOCIATION, INC.
1078 Manor Drive
Palm Springs, FL 33461

800002440578--1
-02/25/98--01064--015
*****70.00 *****70.00

Daytime Telephone 561-357-9811

Suwan GAVE
AUTHORIZATION BY PHONE TO
CORRECT art 5+6
DATE 2/26/98
DOC. EXAM YLM

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ARTICLES OF INCORPORATION

OF

PBI ASSOCIATION, INC.

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ARTICLE I - NAME

The name of this corporation is PBI Association, Inc.

ARTICLE II - DURATION

This corporation will have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business. The main purpose shall be to purchase advertising.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1078 Manor Drive, Palm Springs, FL 33461 and the name of the initial registered agent is Susan A. Ryan. The principal office is the same as the Registered office.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the initial director^s are: _____
Mark A. Packer, Tom Nafco, and Susan Ryan. All three shall have the principal office as their addresses.

ARTICLE VII - INCORPORATION

The name and address of the person signing these articles is Mark A. Packer, 2763 Calais Drive, Palm Beach Gardens, FL, 33410

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these article of incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 25 day of APRIL, 1997.

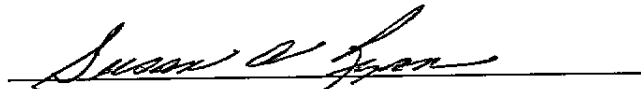
_____

Mark A. Packer, President

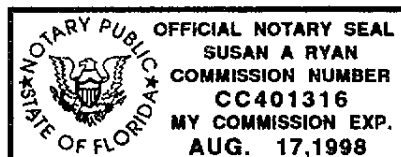
STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

Before me, a notary public authorized to take
acknowledgments in the state and county set forth above,
personally appeared Mark A. Packer, known to me and known by
me to be the person who executed the foregoing articles of
incorporation, and he acknowledged before me that he
executed those article of incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed my official seal, in the state and county
aforesaid, this 25 day of April, 1997.



Notary Public, State of Florida at Large



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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, 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.

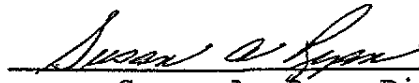
1. The name of the corporation is:

PBI ASSOCIATION, INC.

2. The name and address of the registered agent and office is:

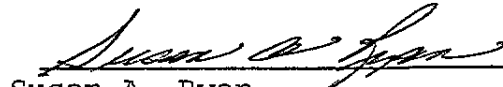
Susan A. Ryan
1078 Manor Drive
Palm Springs, FL 33461

DATE 4-25-97


Susan A. Ryan Director

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.

DATE 4-25-97


Susan A. Ryan