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THE UNITED STATES **CORPORATION**

ACCOUNT NO. : 072100000032

REFERENCE: 817307

80869A

AUTHORIZATION :

ORDER DATE: May 13, 1998

ORDER TIME : 10:37 AM

ORDER NO. : 817307-005

CUSTOMER NO:

80869A

-600002521816--9

CUSTOMER: R. John Cole, Ii, Esq

R. JOHN COLE, II, P.A.

Suite 24

46 N. Washington Blvd. Sarasota, FL 34236

DOMESTIC FILING

NAME:

BAY AREA COMMUNITY BUYER'S

GUIDE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

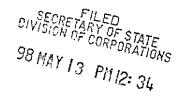
_ CERTIFIED COPY

___ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:



ARTICLES OF INCORPORATION OF BAY AREA COMMUNITY BUYER'S GUIDE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

BAY AREA COMMUNITY BUYER'S GUIDE, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4301 32ND STREET W. SUITE D-3 BRADENTON, FLORIDA 34205

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 10,000.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

R. JOHN COLE, II, ESQUIRE 46 NORTH WASHINGTON BOULEVARD, SUITE 24 SARASOTA, FLORIDA 34236

ARTICLE V INCORPORATOR

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

R. JOHN COLE, II, ESQUIRE 46 N. WASHINGTON BLVD., SUITE 24 SARASOTA, FLORIDA 34236

The undersigned has executed these Articles of Incorporation this the 10 day of May, 1998.

R. JOHN COLE, II, ESQUIRE, Incorporator

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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:

BAY AREA COMMUNITY BUYER'S GUIDE, INC.

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

R. JOHN COLE, II, ESQUIRE 46 NORTH WASHINGTON BOULEVARD, SUITE 24 SARASOTA, FLORIDA 34236

-R. JOHN COLE, II

Date: S-/2-1/1
Title: INCORPORATOR

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.

Registered Agent

DATE: 5-12-98

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