

Pentagon Publishing Corp., of America, Inc

10820 Norwood Ave, Port Richey, Florida 34668 (727) 869-9328 (800) 219-3299 Fax: (727) 862-3649

P98000085602

October 1, 1998

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida

RE: Pentagon Publishing Corp. of America, Inc.

100002654631--D
-10/02/98-01081-010
****122.50 *****78.75

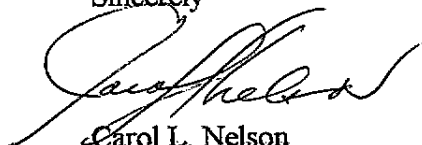
Dear Sirs/Madam,

Please find enclosed our application for Corporation in the state of Florida that we wish to file at this time, also our check number 0425 in the amount of \$122.50 for recording fees. We are requesting at this time also a certified copy of our articles.

We are also at this time enclosing a return envelope.

Thank you for your assistance. If you have any questions please feel free to contact us anytime.

Sincerely


Carol L. Nelson

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Carol Nelson GAVE

AUTHORIZED BY PHONE TO
correct Corp name + RA-ACC.

DATE 10-6-98

DOC EXAM. CB

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ARTICLES OF INCORPORATION

OF

PENTAGON PUBLISHING CORP. OF AMERICA, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

PENTAGON PUBLISHING CORP. OF AMERICA, INC.

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Ten Thousand shares (10,000) of one dollar and no cents (\$1.00) par value Common Stock which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

NAME: CAROL L. NELSON
ADDRESS: 10820 NORWOOD AVENUE
CITY: PORT RICHEY, FL 34668-2521

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 By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation are as follows:

NAME: CAROL L. NELSON
ADDRESS: 10820 NORWOOD AVENUE
CITY: PORT RICHEY, FL 34668-2521

NAME: JEFFREY D. PALTROW
ADDRESS: 9801 LEHIGH DRIVE
CITY: PORT RICHEY, FL 34668

NAME: LINDA L. PALTROW
ADDRESS: 9801 LEHIGH DRIVE
CITY: PORT RICHEY, FL 34668

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TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	CAROL L. NELSON		
ADDRESS	10820 NORWOOD AVENUE		
CITY	PORT RICHEY	STATE FLORIDA	ZIP 34668
NAME	JEFFREY D. PALTROW		
ADDRESS	9801 LEHIGH DRIVE		
CITY	PORT RICHEY	STATE FLORIDA	ZIP 34668
NAME	LINDA L. PALTROW		
ADDRESS	9801 LEHIGH DRIVE		
CITY	PORT RICHEY	STATE FLORIDA	ZIP 34668

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this _____ day of _____, of 19____.

I hereby am familiar with and accept the duties and responsibilities of Registered Agent.

[Signature] (Seal)
Incorporator/Registered Agent
[Signature] (Seal)
[Signature] (Seal)

STATE OF FLORIDA)
COUNTY OF PRASCO) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

CAROL LYNN NELSON LINDA PALTROW JEFF D. PALTROW

DL N 425-112-45-253-0 P 436-53467 2590 P 436-424-48-302-0

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 15 say of October, 1998.



Deborah Dumm
My Commission CC701837
Expires December 11, 2001

[Signature] 10/11/98
(Notary Public, State of Florida at Large)

My Commission expires: 12/11/2001

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

PENTAGON PUBLISHING CORP. OF AMERICA, INC.

(Name of Corporation)

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TALLAHASSEE, FLORIDA

Pursuant to Florida Statuted Sections 48.0901 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 10820 Norwood Avenue
Port Richey, FL 34668

has named CAROL L. NELSON
located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above state corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.