

TRANSMITTAL LETTER

P98000092070

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

SUBJECT: HOUSE AND HOMES MAGAZINE, INC.
(Proposed corporate name - must include suffix)

~~DISSOLUTION OF HOUSE AND HOME MAGAZINE, INC.~~

98 OCT 29 PM 12: 10
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: WARREN J. BIRD
Name (Printed or typed)

178 SALEM COURT
Address

TALLAHASSEE, FL 32301
City, State & Zip

850 671 5411
Daytime Telephone number

RECEIVED
98 OCT 29 AM 11: 47
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Dme
10/29/98

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****131.25 ****87.50

NOTE: Please provide the original and one copy of the articles.


AFFIDAVIT OF ABSOLUTE DISSOLUTION
OF
HOUSE AND HOME MAGAZINE, INC.

FILED

98 OCT 29 PM 12:10

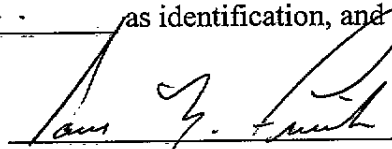
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Michael David Burdick, as sole officer, director and shareholder of HOUSE AND HOME MAGAZINE, INC., a Florida for-profit corporation, hereby swear and affirm that I am *sui juris*, and legally competent, and that I hereby further swear and affirm that I intend that the dissolution of HOUSE AND HOME MAGAZINE, INC., effected by me this date, pursuant to Section 607.1403, Florida Statutes, is absolute, and that I will not revoke the said dissolution for any reason whatsoever.


Michael David Burdick, in his capacity as
President, sole director, and sole
shareholder, House and Home Magazine, Inc.

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 27 day of October, 1998, by Michael David Burdick, House and Home Magazine, Inc., who is personally known to me or who has produced NEVADA STATE DL as identification, and who did/did not take an oath.


NOTARY PUBLIC
My Commission #:
My Commission Expires:

PAUL N. FLETCHER
Notary Public - State of Florida
My Commission Expires Feb 1, 2002
Commission # CC712656

Articles of Incorporation

of

House and Homes Magazine, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 House and Homes Magazine, Inc.

ARTICLE II - PURPOSE OF CORPORATION

The purpose and activities of the corporation shall include, but not be limited to:

1. Sell advertising in real estate publications and/or electronic versions of same.
2. Any other lawful purpose.

ARTICLE III - PRINCIPAL OFFICE

The principal office of the corporation shall be located at 6352 Clinton Highway, Knoxville, Tennessee 37912. The mailing address of the corporation shall be Post Office Box 175, Knoxville, Tennessee 37901.

ARTICLE IV - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at

any one time is 100,000 shares of common stock, each share having a par value of ten/100s United States dollars (\$.10). Authorized capital stock may be paid for in cash, services, or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE V - DESIGNATION AND ADDRESS OF REGISTERED AGENT

The name and address of the initial Registered Agent is:

Warren J. Bird, Esq.
128 Salem Court
Tallahassee, FL 32301

ARTICLE VI - INCORPORATOR

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

Warren J. Bird, Esq.
128 Salem Court
Tallahassee, FL 32301

ARTICLE VII - DESIGNATION OF DIRECTORS

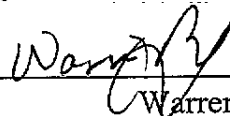
The initial directors of the corporation shall be:

Jim Hackworth, President/Director

Carol Hackworth, Secretary/Treasurer/Director

The undersigned incorporator has executed these Articles of Incorporation

this 29 day of October, 1998.



Warren J. Bird

**CERTIFICATE OF DESIGNATION OF
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 OFFICER/REGISTERED AGENT, IN THE
STATE OF FLORIDA.

1. The name of the corporation is:

House and Homes Magazine, Inc.

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

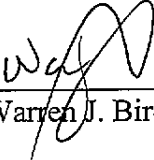
Warren J. Bird, Esq.

128 Salem Court

Tallahassee, FL 32301

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TALLAHASSEE, FLORIDA

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.



Warren J. Bird

10/29/98

Date