

MICHAEL J. PITTS
Attorney at Law

1150 North Twelfth Avenue
Pensacola, Florida 32501

Telephone (850) 434-2629

December 16, 1998

P98000106612

Secretary of State
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, FL 32314

RE: T&D Publishing, Inc.
Profit Organization

000002718150--2
-12/21/98--01123--015
****122.50 *****78.75

Dear Sir:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above-referenced matter. Please file same and return a certified copy for my file. I am enclosing a check in the amount of \$122.50 to cover the cost.

Your attention to this matter is appreciated.

Sincerely,

Michael J. Pitts/wcp
MICHAEL J. PITTS

MJP/wcp

Enclosures

FILED
98 DEC 21 AM 8:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

DEC 24 1998
[Signature]

ARTICLES OF INCORPORATION

OF

T&D PUBLISHING, INC.

FILED
98 DEC 21 AM 8:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a corporation under the Laws of the State of Florida, adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is T&D Publishing, Inc.

ARTICLE II - DURATION

This corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to publish material and sell to the general public and engage in any activities, conduct any business or businesses permitted under the laws of the United States, the State of Florida, or any, state in which it may then be currently registered or conducting business.

ARTICLE IV - CAPITAL STOCK

The total number of shares that the corporation has authority to issue and have outstanding at any time is 1000

shares of a single class of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE V - PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights purchase at prices, terms, and conditions that shall be fixed by the Board of Directors, those shares of the common stock of this corporation which may be issued from time to time for money, property, or past services in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder and all shares of common stock currently authorized and issued.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The principal business address and initial registered office of the corporation is 83 Monarch Lane, Pensacola, Florida 32503, and the initial registered agent of this corporation at such office is Theresa Andrews who, upon accepting this designation, agrees to comply with the provisions of the Florida Statutes with respect to keeping an office open for service of process.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two (2) member(s). The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than the minimum number allowed by law, nor more than five (5). The names and addresses of the directors constituting the initial Board of Directors are:

Theresa Andrews
83 Monarch Lane
Pensacola, FL 32503

Doyle C. Pitts
83 Monarch Lane
Pensacola, FL 32503

EXECUTED this 16 day of December 1988.

Theresa Andrews
THERESA ANDREWS
Incorporator

FILED
DEC 21 AM 9:00
1988
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

Certificate of Registered Agent

I, THERESA ANDREWS, having been named registered agent to accept service of process for the above-stated corporation,, at the place designated above, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I state that I am familiar with and accept the

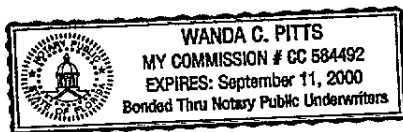
duties and obligations imposed on me by Section 607.325 of the
Florida General Corporation Act.

DATED this 16 day of December, 1998.

Theresa Andrews
THERESA ANDREWS
Registered Agent

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing Articles of Incorporation of T&D Publishing,
Inc., were acknowledged before me on this 16 day of
December, 1998, by THERESA ANDREWS.



Wanda C. Pitts
Notary Public

(Print Name of Notary)

(S E A L)

My Commission Expires: _____

FILED
98 DEC 21 AM 9:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA