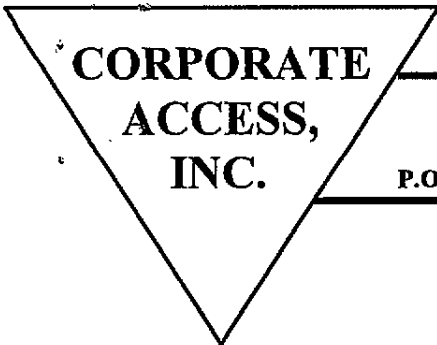


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1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP 12/28/98 J. D. O'SB



CERTIFIED COPY

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Article

1.) MDS Group Publishing, Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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SPECIAL INSTRUCTIONS

P Hall

DEC 28 1998

(4)

Happy New Year!

ARTICLES OF INCORPORATION

FOR

MDS GROUP PUBLISHING, 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 adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is

MDS GROUP PUBLISHING, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 800 Brickell Ave., Suite 1100, Miami, FL 33131.

ARTICLE III - DIRECTORS

The name and address of the initial director(s) is

Esther Jackson
Phyllis Pesaturo
800 Brickell Ave.
Suite 1100
Miami, FL 33131

ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of one dollar (\$1.00) per share.

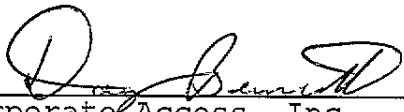
ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is Corporate Access, Inc., 236 E. 6th Ave., Tallahassee, FL 32303.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator for this corporation is Corporate Access, Inc., 236 E. 6th Ave., Tallahassee, FL 32303.

The undersigned incorporator has executed these Articles of Incorporation this 28th day of December, 1998.



Corporate Access, Inc.
President - Danny Bennett

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501 or 617.0501, 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.

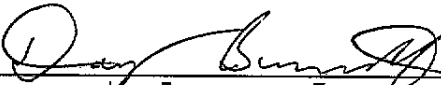
The name of the corporation is

MDS GROUP PUBLISHING, INC.

The name and address of the registered agent is

Corporate Access, Inc.
236 East 6th Avenue
Tallahassee, Florida 32303

Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligations of my position.



Corporate Access, Inc.
President - Danny Bennett
Date - 12/28/99