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Costin and Costin

ATTORNEYS AT LAW
413 WILLIAMS AVENUE
PORT ST. JOE, FLORIDA 32456
TELEPHONE (850) 227-1159
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Charles A. Costin

Cecil G. Costin, Jr.
(1923 - 1990)

Mailing Address:
Post Office Box 98
Port St. Joe, FL 32457-0098

January 26, 1999

Florida Department of State
Corporate Division
Post Office Box 6327
Tallahassee, FL 32314

600002757216--7
-01/28/99--01052--004
122.50 **78.75

RE: ST. JOE NEWS NETWORK

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above referred corporation. Please file the original, certify the copy, and return the certified copy to me at your earliest convenience.

I have enclosed a check in the amount of \$122.50 to cover the following: --

\$ 35.00 - filing fee
52.50 - certified copy
35.00 - registered agent designation
\$122.50

Sincerely,

Candice D. Bridges
Candice D. Bridges
Legal Secretary

Enclosures

Dmc
2-1-99

99 JAN 28 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Called 2-1-99
Correct Article
V.

FILED

ARTICLES OF INCORPORATION

99 JAN 28 PM 2:45

OF

ST. JOE NEWS NETWORK, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under Chapter 607, Florida Statutes, and do hereby certify that it has become such corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is "ST. JOE NEWS NETWORK, INC."

ARTICLE II

Duration

The corporation shall have perpetual existence, commencing on the date of filing of this agreement.

ARTICLE III

General Purpose Clause

The general nature of the business or businesses to be transacted by the corporation is that it will engage in television broadcasting, and to receive any contracts or assignments of contracts therefore or related thereto or connected therewith and to deal in and deal with any materials, equipment, devices or wares or anything incidental to or required for or useful in connection with the above that can be advantageously carried on in conjunction with and incidental to any of the matter aforesaid. This corporation shall also have the power to transact any lawful

business for which corporations may be incorporated to do under Chapter 607, Florida Statutes and amendments or supplements thereto, and any other Florida Statutes relating to corporations for profit.

ARTICLE IV
Capital Stock

The corporation is authorized to issue One Hundred (100) shares of One Cent (\$.01) par value common stock which shall be designated as common shares.

ARTICLE V
Initial Registered Office and Agent

The address of the initial registered office of this corporation is 413 Williams Avenue, Port St. Joe, Florida 32456. The name of the initial registered agent of this corporation will be Charles A. Costin, Esquire, at 413 Williams Avenue, Port St. Joe, Florida 32456. The principal office address of this corporation is 1902 Monument Avenue, Port St. Joe, Florida 32456.

ARTICLE VI
Initial Board of Directors and Officers

The company shall have three (3) directors initially. The executive positions (officers) of the directors are set forth hereinbelow and the respective offices held. The number of directors may be either increased or diminished from time to time as provided by the by-laws adopted by the stockholder. The name and address of the initial directors and officers are:

Stuart L. Shoaf President
1902 Monument Avenue
Port St. Joe, Florida 32456

William J. Rish, Jr. Vice-President
2010 Monument Avenue
Port St. Joe, Florida 32456

Renee Shoaf Secretary/Treasurer
1902 Monument Avenue
Port St. Joe, Florida 32456

ARTICLE VII
Incorporators

The names and addresses of the incorporators signing these articles are:

Stuart L. Shoaf
1902 Monument Avenue
Port St. Joe, FL 32456

William J. Rish, Jr.
2010 Monument Avenue
Port St. Joe, FL 32456

ARTICLE VIII
By-Laws

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and shareholders.

ARTICLE IX
Initial Shareholders

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

Stuart L. Shoaf	51 shares common stock
William J. Rish, Jr.	49 shares common stock

ARTICLE X
Powers

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, but it may not mortgage or pledge any or all of its property or assets without shareholder approval.

ARTICLE XI
Amendment

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment hereto by a majority vote of the Board of Directors and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 26th day of January, 1999.

ST. JOE NEWS NETWORK, INC.

By: 
STUART L. SHOAF, Incorporator

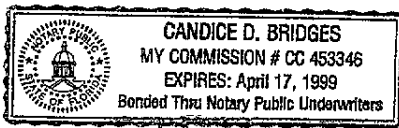
By: 
WILLIAM J. RISH, JR., Incorporator

STATE OF FLORIDA
COUNTY OF GULF

BE IT REMEMBERED that on this 26th day of January, 1999, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared **STUART L. SHOAF** and **WILLIAM J. RISH, JR.**, who are personally known to me or who produced _____

as identification, the incorporators signing the articles in the above corporation and they acknowledged before me that the proposed Articles of Incorporation are the free act and deed of the incorporator and that the facts therein set are truly set forth and that they desires to associate themselves pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Port St. Joe, Florida, in the State and County aforesaid on the day and year first above written.



Candice D. Bridges
Notary Public

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First, that **ST. JOE NEWS NETWORK, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Port St. Joe, Gulf County, Florida, has named **CHARLES A. COSTIN, ESQUIRE**, 413 Williams Avenue, Port St. Joe, Florida 32456, as its agent to accept service of process within this State.

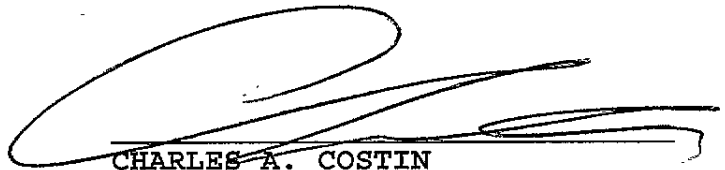
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ACKNOWLEDGMENT:

99 JAN 28 PM 2:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the
above stated corporation, at the place designated in this
Certificate, I hereby accept to act in this capacity and agree to
comply with the provision of said act relative to keeping open said
office.



CHARLES A. COSTIN
Registered Agent
413 Williams Avenue
Port St. Joe, Florida 32456