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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.**johnson editorial (usa), inc.**

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
JOHNSON EDITORIAL (USA), INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Johnson Editorial (USA), Inc.

ARTICLE II

The nature of the business shall be to do all and everything necessary and proper for the accomplishment of any object enumerated in the Articles of Incorporation or any amendment thereof or necessary or incidental to the protection and benefit of the Corporation, and, in general, to carry on any lawful business permitted by the Statutes of the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of stock at \$1.00 par value each.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be an amount not less than Five Hundred Dollars (\$500.00).

Prepared by: BARON & CLIFF
11077 Biscayne Boulevard
Suite 307
Miami, FL 33161

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ARTICLE V

The existence of this corporation shall begin on date of filing with the Secretary of State and continue perpetually thereafter.

ARTICLE VI

The post office address of the principal office of this corporation shall be 11077 Biscayne Boulevard, Miami, Florida 33161.

ARTICLE VII

The number of directors of this corporation shall not be less than three (3) members initially. The number may be increased from time to time, but never be more than nine (9).

ARTICLE VIII

The name and street address of each member of the first Board of Directors, who, subject to the provisions of the By-Laws and these Articles of Incorporation, shall hold office for the first year of the Corporation's existence or until his/her successor is elected and has qualified, are as follows:

John Jordan, c/o Baron & Cliff, 11077 Biscayne Boulevard,
Miami, Florida 33161.

John McCaul, c/o Baron & Cliff, 11077 Biscayne Boulevard,
Miami, Florida 33161.

ARTICLE IX

The name and address of the Subscriber(s) to these Articles of Incorporation:

Richard Baron, 11077 Biscayne Blvd., Suite 307, Miami, Florida

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33161.

ARTICLE X

The management and control of the business of the Corporation shall be conducted under the direction of the Board of Directors by the following officers who shall be elected by the Board of Directors, to wit: A president, one or more vice presidents, a treasurer and a secretary, and one or more assistant secretaries, provided that any one or more of said offices may be held by the secretary or assistant secretaries of the Corporation.

ARTICLE XI

The name and street address of the initial registered agent of this Corporation is: Richard Baron, Esq., Baron & Cliff, 11077 Biscayne Boulevard, #307, Miami, Florida 33161.



RICHARD BARON

STATE OF FLORIDA))
COUNTY OF DADE) SS:

BEFORE ME, the undersigned authority, personally appeared RICHARD BARON, to me known to be the person described in and who acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above, this 5th day of August, 1999.

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Andrew J. Carney
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION NO. 13131
EXPIRES SEP 14, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

I, Richard Baron, having been designate of process for Johnson Editorial (USA), Inc. at the place designated in the Articles of Incorporation, hereby agree to act in this capacity, and I further agree to comply with the provision of all statutes relative to the property and complete performance of my duties.

Richard Baron
RICHARD BARON, Registered Agent

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