



**CERTIFICATE OF INCORPORATION
OF**

21ST CENTURY PUBLISHING, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **July 2, 1987**



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

JUL 2 1 12 PM '87

OF

SECRETARY OF STATE

21ST CENTURY PUBLISHING, INC.

KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned, being a person over the age of eighteen (18) years, do hereby form a general business corporation under the laws of the State of Idaho as contained in Title 30 of the Idaho Code entitled "General Business Corporations Act", and to that end do hereby set forth:

1. The name of the corporation is: 21ST CENTURY PUBLISHING, INC.

2. The period of duration of this corporation shall be perpetual.

3. The purposes for which this corporation is organized are:

(a) Publishing of magazines, periodicals, books and distribution of information.

(b) The transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

4. The county in the State of Idaho where the principal office for the transaction of business of the corporation is located in the County of Ada and the name of the registered agent is Frank J. Dykas and the address of the registered office shall be 210 W. Mallard Drive, Suite C, Boise, Idaho 83706.

5. The aggregate number of shares which the corporation shall have authority to issue is 100, having no par value. All of said stock shall be known as common stock and shall be non-assessable.

6. The names and post office address of the incorporator is as follows:

Frank J. Dykas

210 W. Mallard, Suite C
Boise, Idaho 83706

7. The directors of the corporation shall have the power to sell any authorized but unissued stock at any time and to any person, and no stockholder shall be entitled, as of right to subscribe for or purchase of any of such additional shares of stock.

8. The number of directors of the corporation may be fixed by the By-Laws, but shall not be less than the number required by law.

The number of directors constituting the initial Board of Directors shall be two (2), and they shall serve as directors until their successors are elected and qualified.

9. The names and addresses of the initial directors are:


Colin McGhee

531-533 Kings Road
London SW100TZ
England

Eamonn Wilmott

6596 Friars Road
Apt. 101
San Diego, CA 92108

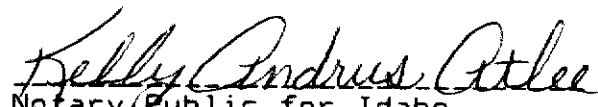
IN WITNESS WHEREOF, the undersigned initial incorporator has
executed these Articles of Incorporation on this 1st day of
July, 1987.


FRANK J. DYKAS

STATE OF IDAHO)
) ss.
County of Ada)

On this 1st day of July, 1987, before me, the
undersigned Notary Public, in and for said State, personally
appeared FRANK J. DYKAS, known to me to be the person whose name
is subscribed to the within and foregoing instrument, and
acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed
my official seal the day and year in this certificate first above
written.


Notary Public for Idaho
Residing at: Boise
My Commission Expires: 6/13/93