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THE PROFESSIONAL OFFICE

OF

LEGAL TECH OF NORTHWEST FLORIDA

P.O. Box 18591

Pensacola, Florida 32523

Michael L. Bowers, JD
(Civil, Family and)
Administrative Law
forms and service)

(850) 857-0202 (Office)
(850) 857-1265 (Fax)

Dated: February 27, 2002.

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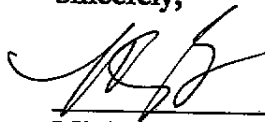
Dear Rosanne,

Enclosed you will find the substitute paperwork for DOWNTOWN
BUSINESS CENTERS, INC.

Please file and record said documentation at your earliest convenience.

Thank You and hav a Great Day!

Sincerely,



Michael L. Bowers, JD
P.O. Box 18591
Pensacola, FL 32523

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 15 PM 12:06

E-Mail Address: michaellbowers@hotmail.com
Non-Attorney Doctor of Law

3-15-02
MC

Articles of Incorporation
of
AMERICAN PRINT GRAPHICS, INC.,

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 15 PM 12:06

Pursuant to Chapter 607 of the Florida Business Act, the
undersigned incorporator submits these Articles of Incorporation
for the purpose of forming a for-profit corporation

ARTICLE 1. The name of the Corporation is: American Print Graphics, Inc.

ARTICLE 2. The principal place of business and mailing address of this corporation is:
15009 Innerarity Point Road, Pensacola, Florida 32507.

ARTICLE 3. The corporation is authorized to issue one class of stock, that stock being 2500 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

ARTICLE 4. The name and address of the corporation's initial Registered Agent is:
William Packer Jones of 15009 Innerarity Point Road, Pensacola, FL 32507.

ARTICLE 5. The name and street address of the incorporator of this company is:
William Packer Jones of 15009 Innerarity Point Road, Pensacola, FL 32507.

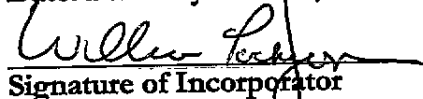
ARTICLE 6. No Director shall be held liable to the corporation or its shareholders for monetary damages to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

ARTICLE 7. This corporation shall have at least one (1) Director initially. The number of Director(s) may either be increased or decreased from time to time by an amendment to the bylaws of the Incorporation in the manner provided by law; but shall never be less than one (1). The name and address of the initial Director of the corporation is as follows:

William Packer Jones of 15009 Innerarity Point Road, Pensacola, FL 32507.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the foregoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

Date: February 28, 2002


Signature of Incorporator

William Packer Jones
Printed Name of Incorporator

**CERTIFICATE OF DESIGNATION
OF
REGISTERED OFFICE AND REGISTERED AGENT**

Pursuant to Section 607.0501 of The Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

AMERICAN PRINT GRAPHICS, INC.

1. The name and address of the corporation's registered agent and registered office is:


William Packer Jones

15009 Innerarity Point Road,

Pensacola, FL 32507

Having been named as the registered agent and being designated able to accepted service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Date of Signature: February , 2002


Signature of Registered Agent

William Packer Jones
Printed Name of Registered Agent

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DIVISION OF CORPORATIONS
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