

FOO0000000498



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 555304 4800429

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizito

ORDER DATE : January 18, 2000

ORDER TIME : 9:43 AM

ORDER NO. : 555304-010

CUSTOMER NO: 4800429

CUSTOMER: Laurie Sacconi, Legal Asst
Gibbons Del Deo Dolan
One Riverfront Plaza

Newark, NJ 07102

500003112935--1

FOREIGN FILINGS

NAME: CUNNINGHAM GRAPHICS DIGITAL,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 27 PM 1:14

RECEIVED
00 JAN 27 AM 11:26
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

NYK
1/27/00

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

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1. Cunningham Graphics Digital, Inc.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware

(State or country under the law of which it is incorporated)

3. 22-3701171

(FEI number, if applicable)

4. December 20, 1999

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. date of filing

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 100 Burma Road, Jersey City, NJ 07305

(Current mailing address)

8. Printing

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

, Florida, 32301
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Tabatha Fiorelli
(Registered agent's signature)

Asst VP

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. x

Gerrit A. Baillargeon

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. L.J. (Gerald) Baillargeon, Vice President

(Typed or printed name and capacity of person signing application)

LIST OF DIRECTORS AND OFFICERS OF
CUNNINGHAM GRAPHICS DIGITAL, INC.

DIRECTORS

<u>Name</u>	<u>Title</u>
Michael R. Cunningham 100 Burma Road Jersey City, NJ 07305	Director
Gordon Mays 100 Burma Road Jersey City, NJ 07305	Director

OFFICERS

<u>Name</u>	<u>Title</u>
Michael R. Cunningham 100 Burma Road Jersey City, NJ 07305	Chairman of the Board, President and Chief Executive Officer
Gordon Mays 100 Burma Road Jersey City, NJ 07305	Executive Vice President
Timothy Mays 100 Burma Road Jersey City, NJ 07305	Executive Vice President of Sales and Secretary
Robert Needle 100 Burma Road Jersey City, NJ 07305	Chief Operating Officer
Ioannis Lykogiannis 100 Burma Road Jersey City, NJ 07305	Senior Vice President, Operations

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Robert M. Zanisnik

Senior Vice President

100 Burma Road

Jersey City, NJ 07305

L.J. (Gerald) Baillargeon

Vice President, Secretary and
Treasurer

100 Burma Road

Jersey City, NJ 07305

Richard Monica

Assistant Secretary

100 Burma Road

Jersey City, NJ 07305

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State of Delaware
Office of the Secretary of State

PAGE 1

FILED STATE
SECRETARY OF CORPORATIONS
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CUNNINGHAM GRAPHICS DIGITAL, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTEENTH DAY OF JANUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CUNNINGHAM GRAPHICS DIGITAL, INC." WAS INCORPORATED ON THE TWENTIETH DAY OF DECEMBER, A.D. 1999.



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION:

0203619

DATE:

01-18-00