

F96000000353

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Prestige Graphics, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Jack Encell
(Name of Person)

Prestige Graphics, Inc.
(Firm/Company)

4117 West Jefferson Blvd.
(Address)

Los Angeles, CA 90016
(City/State/Zip)

W95- 25005
400001671584
12/27/95--01030--006
*****78.75 *****78.75

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96 JAN 22 AM 9:55
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Should you need to call someone concerning this matter, please call:

Jack Encell
(Name of Person)

at (213) 732-9994
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 27, 1995

JACK ENCELL
PRESTIGE GRAPHICS, INC.
4117 WEST JEFFERSON BLVD.
LOS ANGELES, CA 90016

SUBJECT: PRESTIGE GRAPHICS, INC.
Ref. Number: W95000025005

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We have received your document for PRESTIGE GRAPHICS, INC. and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 795A00055445

**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:**

1. Prestige Graphics, 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. California
(State or country under the law of which it is incorporated)
3. 95-4442736
(FEI number, if applicable)
4. June 24, 1993
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. 11/15/95 (signed lease to warehouse)
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.153, F.S.))
7. 1301 SW 37th Avenue #106
Ocala, FL 34474
(Current mailing address)
8. Any lawful act or activity other than banking, trust company business,
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida) or practice of a profession.
9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

Name: James Werner
Office Address: 1301 SW 37th Avenue # 106

Ocala, Florida, 34474
(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.

James J. Werner
(Registered agent's signature)

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.

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

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

Chairman: Gary Shafner

Address: 4117 West Jefferson Blvd., Los Angeles, CA 90016

Vice Chairman: Peter Zackery

Address: 4117 West Jefferson Blvd., Los Angeles, CA 90016

Director: Robert Zaugh

Address: 4117 West Jefferson Blvd., Los Angeles, CA 90016

Director: _____

Address: _____

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

President: Gary Shafner

Address: 4117 West Jefferson Blvd., Los Angeles, CA 90016

Vice President: Peter Zackery

Address: 4117 West Jefferson Blvd., Los Angeles, CA 90016

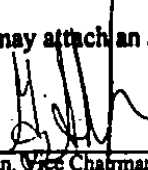
Secretary: Gary Shafner

Address: 4117 West Jefferson Blvd., Los Angeles, CA 90016

Treasurer: Peter Zackery

Address: 4117 West Jefferson Blvd., Los Angeles, CA 90016

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Gary Shafner, Chief Executive Officer
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS
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State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 24TH day of JUNE, 1996

PRESTIGE GRAPHICS, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
16TH day of JANUARY, 1996



BILL JONES
Secretary of State

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