

PD0000024703

TRANSMITTAL LETTER

FILED

00 MAR -3 AM 8:19

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Principals,*  
SUBJECT: Simply Black & White, Inc.

Enclosed are an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation. Also enclosed is the filing fee as described below.

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate

\$122.50  
Filing Fee &  
Certified Copy

✓ \$131.25  
Filing Fee,  
Certified Copy,  
& Certificate

FROM: R. Spencer Rhodes  
Florida Bar No. 120030  
126 East Jefferson Street  
Orlando, Florida 32801  
(407) 843-4310  
(407) 649-3038 (fax)

300003157523--3  
-03/03/00--01123--002  
\*\*\*\*131.25 \*\*\*\*\*87.50

*Debbie* *GAVE*  
*R. Spencer Rhodes office*  
AUTHORIZATION BY PHONE TO  
CORRECT *Surge # on Principal address*  
*fixed corrected corp name*  
DATE *3/10/2000*  
DOC. # *3/10/2000*

*PH 3/10/2000*

**ARTICLES OF INCORPORATION  
OF  
SIMPLY BLACK & WHITE PUBLICATIONS, INC.**

FILED

00 MAR -3 AM 8:19

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**Name**

The name of the corporation is Simply Black & White Publications, Inc.

**ARTICLE II**

**Duration**

The period of existence of the corporation is perpetual.

**ARTICLE III**

**Principal Office and Mailing Address**

The principal place of business of the corporation is at 274 Wilshire Blvd., Suite 245, Casselberry, Florida 32707. The mailing address of the corporation is the same.

**ARTICLE IV**

**Registered Office and Registered Agent**

The initial registered office is at 126 East Jefferson Street, Orlando, Florida 32801. The name of the initial registered agent at that address is R. Spencer Rhodes.

**ARTICLE V**

**Authorized Shares**

The corporation is authorized to issue 1,000 shares of common stock having no par value.

## ARTICLE VI

### Officers

The names and addresses of the initial officers are as follows:

Merlin Antonio Assent - President, Vice President, Secretary, Treasurer  
3663 Derbyshire Road 25-101  
Casselberry, Florida 32707

## ARTICLE VII

### Directors

The initial board of directors shall consist of one (1) member. The name and address of the first board of directors is:

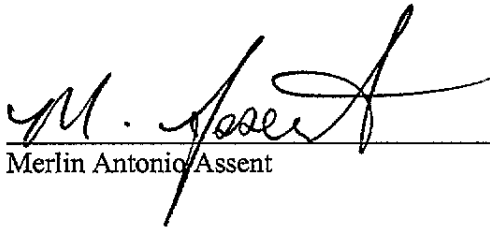
Merlin Antonio Assent - 3663 Derbyshire Road 25-101, Casselberry, Florida 32707.

## ARTICLE VIII

### Incorporators

The names and addresses of the incorporators are: Merlin Antonio Assent, 3663 Derbyshire Road 25-101 Casselberry, Florida 32707.

IN WITNESS WHEREOF, I have executed these articles of incorporation this 29<sup>th</sup> day of February, 2000.

  
Merlin Antonio Assent

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

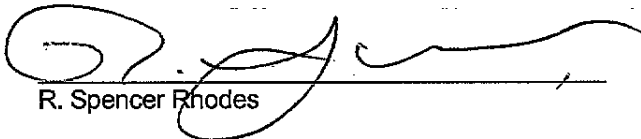
1. The name of the corporation is:

Simply Black & White Publications, Inc.

2. The name and address of the registered agent and office is:

R. Spencer Rhodes  
126 E. Jefferson St.  
Orlando, FL 32801

*Having been named as registered agent and to accept 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 obligations of my position as registered agent.*

  
R. Spencer Rhodes

2-11-00  
Date

FILED  
00 MAR -3 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA