

P00000029527

4541 W. Lambright  
Tampa, FL 33614

March 12, 2000

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

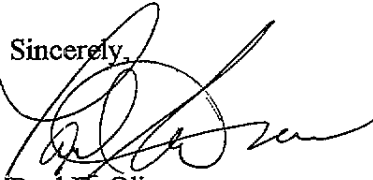
900003173839--7  
-03/17/00--01044--001  
\*\*\*122.50 \*\*\*78.75

RE: Aspire Grapshics & Design, Inc.

Gentlemen:

Enclosed please find the Articles of Incorporation to be filed for a new corporation -  
Aspire Graphics & Design, Inc. Enclosed is our check in the amount of \$122.50 for filing  
fees, including a certification statement for the new corporation.

Sincerely,



Paul E. Oliva

enclosures - Articles of Incorporation (2)  
Check - \$122.50

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAR 17 PM 1:38

g 3/23/00

EFFECTIVE DATE

3/15/00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 MAR 17 PM 1:38

ARTICLES OF INCORPORATION

OF

ASPIRE GRAPHICS & DESIGN, INC.

The undersigned natural person of legal age, acting as incorporator under the provisions of Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name and address of this corporation shall be:

Aspire Graphics & Design, Inc.  
4541 W. Lambricht  
Tampa, Florida 33614

ARTICLE II

Purposes

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE III

Stock Clause

The aggregate number of shares of stock which this corporation shall have authority to issue shall be 500 shares of common stock (each with a par value of \$1.00).

ARTICLE IV

Subscribers, Incorporators & Directors

The name and address of the subscriber and Incorporator

is:

NAME

ADDRESS

Paul E. Oliva

4541 W. Lambricht  
Tampa, Florida 33614

The name and address of the Director is:

<u>NAME</u>	<u>ADDRESS</u>
-------------	----------------

Paul E. Oliva	4541 W. Lambright Tampa, Florida 33614
---------------	---

ARTICLE V  
Informal Shareholder Action

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the bylaws.

ARTICLE VI  
Fundamental Changes

The affirmative vote of holders of the majority of the outstanding shares of all classes of stock entitled to vote shall be necessary for the following corporate action:

- (a) Amendment, alteration, change or repeal of any provision of the Articles of Incorporation;
- (b) Reorganization, merger or consolidation of the corporation;
- (c) Sale, lease or exchange of the major portion of the property or assets of the corporation;
- (d) Dissolution of the corporation;
- (e) Issuance of shares of any class, series or kind of stock (whether or not presently authorized), including treasury stock.

ARTICLE VII  
Directors

A. The business of the corporation shall be managed initially by a board of one (1) directors. The number of directors may be, as provided in the bylaw, increased or decreased, but shall never be less than one (1) director.

B. The entire Board of Directors, or any individual director, may be removed from office without assignment of cause by affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote. Directors who are not stockholders may be removed for cause by a majority vote of all classes of stock entitled to vote. Any director who is also a stockholder may be removed for cause by the affirmative vote of a majority of the outstanding shares of stock.

C. Any vacancy on the Board of Directors shall be filled by the shareholders at a regular or special meeting called for that purpose. A shareholder removed as a director for cause shall not be entitled to vote to fill his own vacancy by voting for himself without prior approval secured by the affirmative vote of a majority of the outstanding shares of all classes of stock entitled to vote, exclusive of his own shares of stock.

#### ARTICLE VIII Effective Date

The date that corporate existence shall begin shall be March 15, 2000. This election is pursuant to Florida Statute 607.0123.

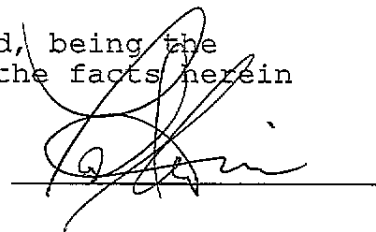
#### ARTICLE IX Registered office and Registered Agent

The address of the initial registered office of this corporation is 4541 W. Lambright, Tampa, Florida 33614. The name of the Registered Agent of this corporation is Paul E. Oliva, at the above office address.

#### ARTICLE X Bylaw

Bylaws of this corporation may be adopted, amended, or repealed by either the Board of Directors or by the Stockholders, except as otherwise provided in the Bylaws.

IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this 14 day of March, 2000.

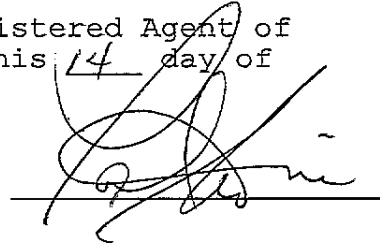


FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 MAR 17 PM 1:38

ACCEPTANCE

I hereby accept appointment as Registered Agent of  
Aspire Graphics & Design, Inc., dated this 14 day of  
March, 2000.

A handwritten signature in black ink, appearing to be "J. L. Smith", is written over a horizontal line.