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FILED
00 AUG - 1 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 31, 2000

State of Florida
Department of State
Division of Corporation
409 E. Gaines Street
Tallahassee, FL 32399

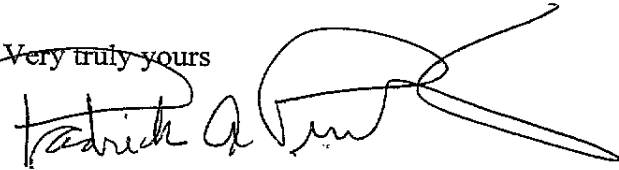
Re: Articles of Incorporation for A1A Printing II, Inc.

Ladies and Gentlemen:

Please find enclosed an original and a copy of the Articles of Incorporation, a check in the amount of \$78.75 and a letter from A1A Printing, Inc. granting the new corporation the right to use the name. I have also enclosed a return envelope in an effort to expedite the registration process.

Thank you for your assistance and if you have any questions, please do not hesitate to let me know. I am

Very truly yours



Padrick A. Pinkney

PAP/cjl

Enclosure

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-08/01/00--01071--008
*****78.75 *****78.75

A1A PRINTING, INC.

494 S. MARKET STREET, 500 CENTER

FT. PIERCE, FL. 34982

Telephone # (561) 460-6677

Facsimile # (561) 460-8858

July 31, 2000

State of Florida
Department of State
Division of Corporation
Tallahassee, Florida

Re: Consent to usage of name: A1A Printing II, Inc.

Ladies and Gentlemen:

Pursuant to the agreement of the Board of Directors of A1A Printing, Inc. made at their meeting on June 12, 2000, permission was given to the incorporators and directors of A1A Printing II, Inc. to allow them usage of the name "A1A Printing II, Inc." without recourse from A1A Printing, Inc.'s officers, directors or legal representatives.

If you have any questions or require additional information, please do not hesitate to contact Padrick A. Pinkney, Esquire at (561) 340-7781.

Sincerely,



Anna Bennett Willems
President Board of Directors
A1A Printing, Inc.

**ARTICLES OF INCORPORATION
OF
A1A PRINTING II, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural persons, acting as Incorporators for the purpose of forming a corporation for profit under the provisions of Section 607, Florida Business Corporation Act, of the Florida Statutes, do hereby adopt the following Articles of Incorporation:

I

Name of Corporation, Principal Office and Mailing Address

The name of this Corporation shall be A1A PRINTING II, INC. The principal office of this Corporation shall be 494 S. Market Avenue, 500 Center, Fort Pierce, Florida 34982. The mailing address of this Corporation shall be the same.

II

Purposes

The general nature and purposes of business to be transacted, promoted and carried on by the Corporation are as follows:

The Corporation may transact any and all lawful business for which corporations may be incorporated under Florida General Corporation Act.

To do everything necessary, proper, or convenient for the accomplishment of any of the purposes set forth in these Articles, and to do every other act incidental to the corporate purposes which is not forbidden by the laws of the State of Florida or by the provisions of these Articles of Incorporation.

III

Shares

A. The Corporation is authorized to issue one class of stock as follows:

Common Shares. The maximum number of voting shares this Corporation is authorized to issue is 1,000, par value \$0.01 per share, all of which shall be common shares, all common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share in all matters on which shareholders have the right to

vote.

B. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

IV
Duration

The Corporation shall have perpetual existence.

V
Registered Agent

The address of this Corporation's initial registered office is 145 NW Central Park Plaza, Suite 200, Port St. Lucie, Florida 34986 and the name of its initial Registered Agent at said address is Padrick A. Pinkney, Esquire.

VI
Incorporator

The name and addresses of the Incorporators are as follows:

James Westenhaver
494 S. Market Avenue, 500 Center
Fort Pierce, FL 34982

and

Anna Bennett Willems
494 S. Market Avenue, 500 Center
Fort Pierce, FL 34982

VII
Board of Directors

The Corporation shall have a Board of Directors consisting of two (2) persons. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders. The names and addresses of the initial Directors of this Corporation are:

James Westenhaver
494 S. Market Avenue, 500 Center
Fort Pierce, FL 34982

Anna Bennett Willems
494 S. Market Avenue, 500 Center
Fort Pierce, FL 34982

VIII
Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting, if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

IX
Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writings evidencing their consent are filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

X
Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

XI
Bylaws

The Bylaws of this Corporation shall be adopted by the Board of Directors and may be

altered, amended or rescinded, at a duly called regular or special meeting of the Board, by an affirmative vote of a majority of all the Board members present in person or by proxy.

In Witness Whereof, the undersigned Incorporators have executed these Articles of Incorporation this 31st day of July 2000.

By: _____

JAMES WESTENHAVER

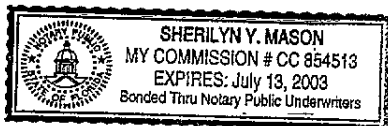
By: _____

ANNA BENNETT WILLEMS

State of Florida
County of St. Lucie

The Foregoing Instrument as acknowledged before me this 31st day of July 2000 by JAMES WESTENHAVER after producing Florida Driver's License is known to be the person who executed the foregoing Articles of Incorporation, as the Incorporator, who acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have hereunto set my hand and seal this 31st day of July 2000.



Sherilyn Y. Mason

NOTARY PUBLIC-STATE OF FLORIDA

My commission expires:

State of Florida
County of St. Lucie

The Foregoing Instrument as acknowledged before me this 31st day of July 2000 by ANNA BENNETT WILLEMS after producing Florida Driver's License is known to be the person who executed the foregoing Articles of Incorporation, as the Incorporator, who acknowledged to and before me that he executed the same for the uses and purposes therein mentioned and set forth.

In Witness Whereof, I have hereunto set my hand and seal this 31st day of July 2000.



Sherilyn Y. Mason

NOTARY PUBLIC-STATE OF FLORIDA

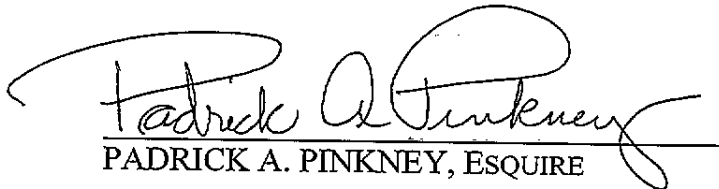
My commission expires:

CERTIFICATE DESIGNATING PLACES OF BUSINESS
OR DOMICILE FOR THE SERVICES OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

FILED
00 AUG -1 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That A1A PRINTING II, INC., a Corporation for Profit, has named PADRICK A. PINKNEY, ESQUIRE, 145 NW Central Park Plaza, Port St. Lucie, Florida 34986, as its agent to accept service of process within this state. Having been named to accept service of process for the above Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


PADRICK A. PINKNEY, ESQUIRE

A1A Printing II, Inc., ARTICLES OF INCORPORATION