

03/02/2001 FRI 08:48 FAX 954 341 9766 DUBROW DUKER & ASSOCIATE
03/01/2001 THU 13:44 FAX 954 341 9766 DUBROW DUKER & ASSOCIATE

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : DUBROW DUKER & ASSOC., P.A.
Account Number : 120000000292
Phone : (954) 345-0323
Fax Number : (954) 341-9766

FLORIDA PROFIT CORPORATION OR P.A.

Wagner Design Labs, Inc.

D. BROWN MAR - 2 2001

03/02/2001 FRI 08:48 FAX 954 341 9766 DUBROW DUKER & ASSOCIATE
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 2, 2001

DUBROW DUKER & ASSOC

SUBJECT: WAGNER DESIGN LABS, INC.
REF: W01000004795

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE LIST THE TITLE OF THE OFFICER IN ARTICLE VI.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H01000022507
Letter Number: 001A00012988

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION
of

Wagner Design Labs, Inc.

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Wagner Design Labs, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in activities or business permitted under the laws of the United States and the State of Florida. The Purpose of the company is to engage in graphic design.

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ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one thousand shares (1000) of One Dollar(s) (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

**Wagner Design Labs, Inc.
428 N.E. 8th Avenue
Delray Beach, FL 33483**

The name and street address of the Initial Registered Agent of this Corporation is:

**Dubrow Duker & Associates, P.A.
2832 University Drive
Coral Springs, Florida 33065**

ARTICLE VI - OFFICERS

The corporation has 1 officer:

Jani Wagner - President

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have two (1) director's initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The names and address of the initial director(s) of the corporation is/are as follows:

**Jani Wagner
428 N.E. 8th Avenue
Delray Beach, FL 33483**

ARTICLE VIII - INCORPORATORS

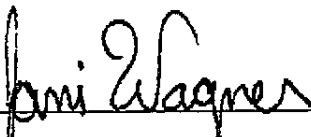
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ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

**Jani Wagner
428 N.E. 8th Avenue
Delray Beach, FL 33483**

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 12th day of February 2001.


_____ (Seal)

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

*Certificate of Registered Agent
of*

Wagner Design Labs, Inc.

Pursuant to Florida Statutes 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

2832 University Drive
Coral Springs, Florida 33065

has named Dubrow Duker & Associates, P.A., located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

B. Alan Dubrow

B. Alan Dubrow
Dubrow Duker & Associates, P.A.

FILED
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CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

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