

Division of Corporations

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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.**Rock Press, Inc.**

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
ROCK PRESS, INC.

The undersigned Incorporator, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is ROCK PRESS, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the corporation's principal office and the corporation's mailing address are both 201 South Biscayne Boulevard, Suite 1700, Miami FL 33131.

ARTICLE III

DURATION AND COMMENCEMENT OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The corporate existence shall commence upon the filing of these Articles of Incorporation with the Department of State.

ARTICLE IV

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and all lawful business.

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ARTICLE V**CAPITAL STOCK**

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$.01 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have preemptive rights to subscribe to the corporation's securities and are entitled to receive the net assets of the corporation upon dissolution.

ARTICLE VI**INITIAL REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of this corporation is Miami Center Registered Agents, LLC. The street address of the corporation's initial registered office is 201 South Biscayne Boulevard, Suite 1700, Miami, Florida 33131.

ARTICLE VIII**INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is Ron J. Halperin, Esquire, c/o Kluger, Peretz, Kaplan & Berlin, P.A., 201 South Biscayne Boulevard, Suite 1700, Miami Center, Miami, Florida 33131.

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ARTICLE IX

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, the Incorporator, any officer or director of the corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 7th day of September, 2001.



Ron J. Halperin

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CERTIFICATE OF REGISTERED AGENT

OF

ROCK PRESS, INC.

Pursuant to Section 607.0501 of the Florida Business Corporations Act, the following is submitted in compliance with said Act:

That ROCK PRESS, INC., desiring to organize under the laws of the State of Florida with its principal office at 201 South Biscayne Boulevard, Suite 1700, Miami, Florida 33131, has named Miami Center Registered Agents, LLC, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provision of said Act relative to keeping open said office.

Dated this 7th day of September, 2001.

MIAMI CENTER REGISTERED AGENTS, LLC

By: _____

Ron J. Halperin
Ron J. Halperin, Vice President

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