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FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Of Counsel:

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(Board Certified Tax Lawyer)

Esther A. Zaretsky**

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**Also Admitted in New York

***Also Admitted in California and Texas

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October 8, 2001

Via UPS Overnight Mail

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Dear Sir or Madam:

Re: Zomax Company

300004628783--2
-10/08/01--01045--004
*****70.00 *****70.00

Enclosed please find two (2) original Articles of Incorporation for the above-named corporation along with our check #5326 in the amount of \$122.50 as the filing fee. Please return a certified original to our office in the self-addressed, stamped envelope provided.

Should you have any questions, please do not hesitate to call.

Very truly yours,

RICHARD P. ZARETSKY, P.A.

Susan M. Bryant
Susan M. Bryant

RPZ/smb
enclosures

B. Mitchell OCT 10 2001

ARTICLES OF INCORPORATION OF

ZOMAX COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE ONE

The name of the Corporation is ZOMAX COMPANY.

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The general purpose for which the Corporation is for all business which is legal in the state of Florida.

ARTICLE FOUR

1. The aggregate number of shares which the Corporation is authorized to issue is seven thousand five hundred (7,500). Such shares shall be of a single class, and shall have a par value of one dollar.

2. No preferences, limitations or relative rights, other than those provided by law, shall exist in respect of any of the shares of the Corporation or any of the holders thereof.

ARTICLE FIVE

The street address of the initial registered office of the Corporation is 1655 Palm Beach Lakes Blvd., Suite 900, West Palm Beach, Florida 33401. The name of its initial registered agent at such address is RICHARD P. ZARETSKY.

ARTICLE SIX

The street address of the corporation's principal office is: 1655 Palm Beach Lakes Blvd., Suite 900, West Palm Beach, FL 33401.

ARTICLE SEVEN

The number of directors constituting the initial Board of Directors of the Corporation is no less than one and no more than three directors. The names and addresses of each person who is to serve as a member of the initial Board of Directors is:

RICHARD P. ZARETSKY, 1655 Palm Beach Lakes Blvd., Suite 900,
West Palm Beach, FL 33401

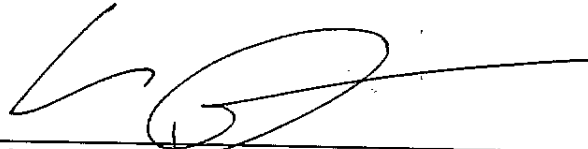
ARTICLE EIGHT

The name and address of each incorporator is:

Richard P. Zaretsky	1655 Palm Beach Lakes Blvd. Suite 900 West Palm Beach, FL 33401
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EXECUTED by the undersigned at West Palm Beach, Florida this

5 day of October, 2001.

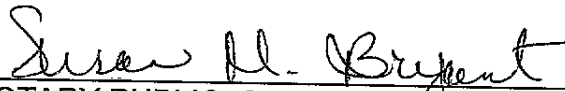


RICHARD P. ZARETSKY, INCORPORATOR

State of Florida)
County of Palm Beach)

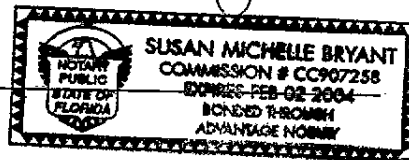
BEFORE ME, the undersigned authority, personally appeared Richard P. Zaretsky, who after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for ZOMAX COMPANY, a Florida corporation, for the purposes herein expressed.

Witness my hand and official seal at the State and County aforesaid, this 5th day of October, 2001.



NOTARY PUBLIC, State of Florida at Large

PRINT NAME



My commission expires:

ACCEPTANCE OF DESIGNATION

I, RICHARD P. ZARETSKY, hereby accept the designation of registered agent for ZOMAX COMPANY.



Registered Agent