

ANNE M. BARTHOLOMEY

8076 SW 21st Court ☆ Davie, Florida 33324-5523 ☆ Tel: (954) 236-3635 ☆ Fax: (954) 236-4485 ☆ E-mail: gizmo@gate.net

October 26, 2001

Pol 0000 107333

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

Re: Priority Mailing Services, Inc.

100004676711--6
-11/13/01--01058--019
*****87.50 *****78.75

To Whom It May Concern:

Enclosed for filing are Articles of Incorporation for the above referenced corporation, two (2) duplicates thereof, and our check in the amount of \$87.50 representing the following:

Filing Fees:	\$35.00
Designation of Registered Agent:	\$35.00
Certified Copy:	\$ 8.75
Certificate of Status:	\$ 8.75
Total:	<u>\$87.50</u>

Kindly record the Articles of Incorporation and return the same to us at your earliest convenience.

Sincerely,

Anne M. Bartholomey

Anne M. Bartholomey

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Enc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
PRIORITY MAILING SERVICES, INC.

I, the undersigned, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do hereby make, subscribe, acknowledge and file the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation shall be:

Priority Mailing Services, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business shall be in Broward County, Florida, and the street address of the corporation shall be 8076 SW 21st Court, Davie, Florida 33324, and 5094 NE 12th Avenue, Fort Lauderdale, Florida 33334.

The post office address of the corporation shall be 2269 S. University Drive, #160, Davie, Florida 33324.

ARTICLE III

PURPOSE

This corporation is organized for the general purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida.

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TALLAHASSEE, FLORIDA

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1,000) shares of Common Stock having no par value.

The authorized shares of par value common stock may be issued only for a consideration having a value, in the judgment of the Board of Directors, equivalent at least to the full par value of the stock so to be issued. Such consideration may be in the form of cash, real property, tangible personal property, intangible personal property, labor or services rendered, other than future services, or any combination of the foregoing.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the Shareholders. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

ARTICLE V

PREEMPTIVE RIGHTS

The Corporation may provide for preemptive rights of stockholders pursuant to provisions of its By-laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-laws.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be:

8076 SW 21st Court
Davie, Florida 33324-5523

The Corporation may also maintain its principal office and branch offices at such places and in such states and foreign countries as the Board of Directors may from time to time by resolution provide.

The name of the initial Registered Agent of this Corporation at the aforementioned address is: Anne M. Bartholomey.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The business of this Corporation shall be conducted by a Board of Directors of not less than one (1), nor more than fifteen (15) persons. The Board of Directors shall be elected at the annual meeting of the stockholders of this Corporation, which meeting shall be held at such time as provided by the By-Laws. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws.

The name and street address of the initial director who is to conduct the affairs of this Corporation until the first meeting and election and qualification of his successor:

NAME	ADDRESS
Anne M. Bartholomey	8076 SW 21st Court Davie, Florida 33324

ARTICLES VIII

INCORPORATOR

The name and address of the individual signing these Articles of Incorporation is:

NAME	ADDRESS
Anne M. Bartholomey	8076 SW 21 st Court Davie, Florida 33324

ARTICLE IX

CORPORATE ADDRESS

The address of the Corporation shall be:

8076 SW 21st Court
Davie, Florida 33324-5523

ARTICLE IX

MISCELLANEOUS

1. No contract or other transaction between this Corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of this Corporation is or are interested in, or is a director or officer of such other corporation.

2. Upon election of the Board of Directors by the stockholders, such Board shall manage the business and affairs of the corporation, without the need of further authorization from the stockholders, except as provided by law, or otherwise herein.

3. The initial By-Laws of this Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the Shareholders or the Directors. The Shareholders may amend, alter, or repeal any By-Law adopted by the Directors. The Directors may not alter, amend or repeal any By-Law adopted by the Shareholders, nor may the Directors adopt By-Laws which would be in conflict with the By-Laws adopted by the Shareholders.

4. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law; and all rights conferred upon Stockholders herein are granted subject to that reservation.

5. Any Incorporator or Shareholder present at any meeting, either in person or by proxy, and any Directors present in person at any meeting of the Board of Directors shall conclusively be

deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

6. The Corporation shall indemnify all Officers and Directors of the Corporation to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this 26th day of October, 2001.

Anne M. Bartholomey
Anne M. Bartholomey

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Anne M. Bartholomey, personally known to me or who has produced FLDL B634053685010 as documentation, showing him/her to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he/she executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, in the State and County aforesaid, this 26 day of October, 2001.

Theresa L. Russo (SEAL)
NOTARY PUBLIC
State of Florida

My Commission Expires:



Theresa L. Russo
MY COMMISSION # CC773457 EXPIRES
December 9, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

The Undersigned hereby accepts designation as Registered Agent of the Corporation.

Anne M. Bartholomey
Anne M. Bartholomey

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act: First, that Priority Mailing Services, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Davie, County of Broward, State of Florida, has named Anne M. Bartholomey, located at 8076 SW 21st Court, City of Davie, County of Broward, State of Florida, 33324-5523 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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

Anne M. Bartholomey
Registered Agent

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TALLAHASSEE, FLORIDA