

P02000013102

Florida Department of State

Division of Corporations

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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

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DIVISION OF CORPORATIONS
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FLORIDA PROFIT CORPORATION OR P.A.

INTERNATIONAL GRAPHICS & PRINTING CO.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 4, 2002

FAS-T

SUBJECT: INTERNATIONAL GRAPHICS & PRINGINT CO.
REF: W02000003173

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.

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6931.

Becky McKnight
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FAX Aud. #: H02000028391
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ARTICLES OF INCORPORATION
OF
INTERNATIONAL GRAPHICS & PRINTING CO.

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DIVISION OF CORPORATIONS
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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the Laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is:

INTERNATIONAL GRAPHICS & PRINTING CO.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the Laws of the State of Florida and of the United States of America; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, or cemetery company, a building and loan association, mutual life insurance association, cooperative association, fraternal benefits society, state fair or exposition.

ARTICLE III - CAPITAL STOCK

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares of Common Stock, all of which are to be of \$1.00 par value each.

The consideration for the issuance of the aforementioned shares or for the disposal of treasury shares may be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services performed for the Corporation. Shares may not be issued until the full amount of the consideration for which shares are to be issued shall have been received by the Corporation, such shares shall be deemed to be fully paid and nonassessable and exempt from assessment.

ARTICLE IV - TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V - ADDRESS

The initial address of this Corporation in the State of Florida is 2600 Douglas Road, Suite 406, Coral Gables, Florida 33134 and the name of the initial registered agent of this corporation at that address is Maria E. Barrera.

ARTICLE VI - DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time in such manner as may be prescribed by the By-Laws adopted by the Stockholders.

ARTICLE VII - INITIAL DIRECTOR

The name and street address of the Member of the First Board of Directors who shall hold office until their successors are elected and qualified, are as follows:

Maria E. Barrena

**2600 Douglas Road, Suite 406
Coral Gables, Florida 33134**

ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the Corporation, and any person who serves at the request of this Corporation, as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of any action heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any claim or liability, provided that no person shall be indemnified against, or be reimbursed for, any expenses incurred in connection with any claim for liability as to which it shall be adjudged that such officer or director is liable for negligence or willful misconduct in the performance of his duties.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation shall in any way be affected or invalidated by the fact that any of the directors of the Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors or such members thereof as shall be present at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any director of the Corporation who is also a director or officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation which shall authorize any such contract or transaction, and may vote there to authorize any such contract or transaction, with the same force and effect as if he were not such director or officer of such other corporation or not so interested.

ARTICLE IX - SUBSCRIBERS

The name and post office address of the subscriber of these Articles of Incorporation is:

Maria E. Barrera

2600 Douglas Road, Suite 406, Coral
Gables, Florida, 33134

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at the Stockholder's meeting by a majority of stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE XI - PRE-EMPTIVE RIGHT

Every Stockholder shall, on the sale for each of any new stock of the same class as that which he already holds, have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price of which it is offered to others.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 1st day of February, 2002.

Maria E. Barrera
Maria E. Barrera

STATE OF FLORIDA:)
) ss:
COUNTY OF MIAMI-DADE:)

The foregoing instrument was acknowledged before me this 1st day of February, 2002 by Maria E. Barrera, who personally appeared before me at the time of notarization, and who is personally known to me, and who did take an oath.

Sergio L. Fernandez
NOTARY PUBLIC AT LARGE - STATE OF FLA.
COMMISSION No. XXXXXX

My Commission Expires:



Sergio L. Fernandez
MY COMMISSION # 00225076 EXPIRES
April 16, 2002
BONDED THROUGH FARM INSURANCE, INC.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

INTERNATIONAL GRAPHICS & PRINTING CO.

2. The name and address of the registered agent and office is: MARIA E. BARRENA

2600 DOUGLAS ROAD, SUITE 406

(P.O. BOX NOT ACCEPTABLE)

CORAL GABLES, FLORIDA 33134

(CITY/STATE/ZIP)

SIGNATURE Maria E. Barrena

TITLE DIRECTOR

DATE FEBRUARY 4, 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE Maria E. Barrena

DATE FEBRUARY 4, 2002

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