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01-01-04

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## TRANSMITTAL LETTER

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

SUBJECT: CREATIVE PUBLISHING SOLUTIONS, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee  
☐ \$78.75 Filing Fee  
& Certificate of Status

☐ \$78.75 Filing Fee  
& Certified Copy  
☒ \$87.50 Filing Fee,  
Certified Copy  
& Certificate of  
Status  
**ADDITIONAL COPY REQUIRED**

FROM: HOWARD E. BUCK  
Name (Printed or typed)

5151 SOUTH LAKELAND DRIVE  
Address

LAKELAND, FL 33813  
City, State & Zip

863-701-2575  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
CREATIVE PUBLISHING SOLUTIONS, INC.**

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**      **EFFECTIVE DATE**  
01-01-04

The name of the corporation is:

**CREATIVE PUBLISHING SOLUTIONS, INC.**

**ARTICLE II.      PRINCIPLE OFFICE ADDRESS**

The principal place of business and mailing address in the State of Florida is 5151 South Lakeland Drive, Suite #3, Lakeland, Florida 33813. The Board of Directors may, from time to time, move the principal office to any other address in Florida, and may establish branch offices in such other place or places within or without the State of Florida as it may designate.

**ARTICLE III.      PURPOSE**

The purpose for which the corporation is organized is to engage in every aspect and phase of publishing, computer/Web services, advertising, marketing and all other related business.

This corporation may engage in every phase of any and all activities or businesses permitted by the laws of the United States and all such activities or businesses as may be permitted in any foreign country. Without limiting the generality of the foregoing, the corporation shall have the power to:

- A. Conduct business, have one or more offices in, and buy, sell, hold, mortgage, convey, lease or otherwise dispose of real and Personal property, and buy, hold, mortgage, sell, convey, or otherwise dispose of franchises in this state and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and in foreign countries.
- B. Purchase the corporate assets of any other corporation and engage in the same character of business.
- C. Acquire, enjoy, utilize and dispose of patents, copyrights, and trademarks and any licenses or other rights or interest there under and therein.
- D. Take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.
- E. Guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of this state or any other state or government; and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- F. Purchase, hold, sell and transfer shares of its own capital stock from the surplus of its assets over its liabilities including capital. Shares of its own capital stock owned by this corporation shall not be voted directly or indirectly, or counted as outstanding for the purpose of any stockholders' quorum or vote.

- G. Contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.
- H. Make gifts for educational, scientific or charitable purposes.
- I. Indemnify any person made a party, or threatened to be made a party, to any threatened, pending, or completed action, suit, or proceeding against liability for their good faith acts and omissions to the extent provided by law.
- J. Purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise against liability asserted against him and incurred by him in any such capacity of arising out of his status as such, whether or not the corporation would have the power to indemnify him against such liability under the provisions of Subsection I hereof.
- K. Enter into general partnerships, limited partnership (whether the corporation be a limited or general partner), joint ventures, syndicates, pools, associations, and other arrangements for carrying on one or more of the purposes set forth in this Certificate of Incorporation, jointly or in common with others, so long as the participating corporation, person or association would have power to do so alone.

The foregoing clauses are both purposes and powers; and the foregoing enumeration of specific powers does not limit or restrict in any manner the powers of the corporation.

#### **ARTICLE IV.    SHARES**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having a par value of One and 00/100 (\$1.00) per share. The consideration to be paid for each share shall be as fixed by the Board of Directors, and may take the form of services rendered, cash, property, or any other form with a value, in the judgment of the Directors, equivalent to or greater than the full par value of the shares.

#### **ARTICLE V.    INITIAL CAPITAL**

The amount of capital with which this corporation will begin business shall not be less than One Hundred and 00/100 (100.00) DOLLARS.

#### **ARTICLE VI.    DIRECTORS**

This corporation shall have two directors initially. The number of directors may be changed from time to time, as provided in the By-laws.

#### **ARTICLE VII.    DIRECTORS' POWERS**

The Board of Directors shall have the power to fix or change salaries of the directors and officers, to permit contracts or other transactions between the corporation and one or more of its directors that are interested, and to exercise such other powers of the corporation as are not inconsistent with these Articles or with any By-laws that may be adopted by the stockholders.

Without limiting the generality of the foregoing, no contract or other transaction between this corporation and one or more of its directors, or between this corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between this corporation and any corporation, association, or other enterprise of which one or more of its directors are stockholders, members, directors, officers or employees, or in which they are interested, shall be deemed to be invalid because of the presence of such director or directors at the meeting of the Board of Directors of this corporation, which acts upon, or in reference to, such contract or transaction, or because of his or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors, and the Board of Directors shall, nevertheless, authorize, approve and ratify such contract or transaction by a vote of a majority of the directors (such interested director or directors to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such a vote). This paragraph shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common or statutory law applicable thereto.

#### **ARTICLE VIII. INITIAL OFFICERS AND DIRECTORS**

The names and street addresses of the initial officers and members of the first Board of Directors are:

**Howard E. Buck  
127 Patton Heights  
Lakeland, Florida 33803**

**&**

**David Walker  
6359 Boundary Run Drive  
Mechanicsville, VA 23111**

The member of the first Board of Directors shall serve until his successors are elected or appointed and have been duly qualified.

**ARTICLE IX. TERM OF EXISTENCE**

This corporation is to exist perpetually beginning on January 1, 2004.

**ARTICLE X. REGISTERED AGENT**

The registered agent of the corporation and the address of the registered agent and the registered office of the corporation shall be as follows:

**Michael Wells  
3136 Bonnybrook Dr., S  
Lakeland, Florida 33811**

**ARTICLE XI. INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

**Howard E. Buck  
127 Patton Heights  
Lakeland, Florida 33803**

**ARTICLE XII. AMENDMENTS**



The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted and subject to this reservation. These Articles may be amended prior to the issuance of the stock of this corporation by the unanimous approval or consent of the Board of Directors, proposed by them to the stockholders entitled to vote thereon or in such other manner as may be provided by law.

**IN WITNESS WHEREOF, I, HOWARD E. BUCK**, the undersigned incorporator, have hereunto set my hand and seal, this 13<sup>th</sup> day of November, 2003, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file with the Department of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

Howard E. Buck

**STATE OF FLORIDA  
COUNTY OF POLK**

The foregoing instrument was acknowledged before me this 13<sup>th</sup> day of November, 2003, by HOWARD BUCK, who is personally known to me or who has produced driver license as identification

Vicki Pennington

Notary Public

My Commission Expires: 7/4/05



Vicki Pennington  
My Commission DD038449  
Expires July 04, 2005

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:


That CREATIVE PUBLISHING SOLUTIONS, INC. desiring to organize or qualify  
under the Laws of the State of Florida, with its principal place of business at the City of  
Lakeland, State of Florida has named Michael S. Wells, located at 3136 Bonnybrook  
Dr., S, Lakeland, Florida 33811 as its agent to accept service of process within Florida.

Signature:   
Howard E. Buck

Title: DIRECTOR/INCORPORATOR

Date: 11/13/03

Having been named as registered agent to accept service of process for the above  
stated corporation at the place designated in this certificate, I am familiar with and  
accept the appointment as registered agent and agree to act in this capacity.

Signature   
Michael S. Wells

Date: 11/13/03

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