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Clifford B. Newton, P. A.

Attorneys at Law

Clifford B. Newton Jeffrey D. Smith 10192 San Jose Boulevard Jacksonville, Florida 32257 Telephone (904) 262-8777 Telecopier (904) 260-0657 (904) 262-4309

June 9, 2006

VIA FEDERAL EXPRESS

Secretary of State State of Florida Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Ladies and Gentlemen:

Enclosed herewith are the revised Articles of Incorporation for Clarity Graphic Design, Inc., together with a copy of your letter to me dated June 2, 2006. Please file the Articles and return a copy to me. One additional copy of the Articles is enclosed for that purpose.

Thank you for your attention to this matter.

Sincerely,

Encl.



FLORIDA DEPARTMENT OF STATEDivision of Corporations

June 2, 2006

CLIFFORD B NEWTON, P.A. ATTN: JEFFREY D SMITH, ESQ. 10192 SAN JOSE BOULEVARD JACKSONVILLE, FL 32257

SUBJECT: CLARITY GRAPHIC DESIGN, INC.

Ref. Number: W06000025402

We have received your document for CLARITY GRAPHIC DESIGN, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap Regulatory Specialist New Filing Section

Letter Number: 106A00038513

ARTICLES OF INCORPORATION

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SECRETARY OF STATE

OF

CLARITY GRAPHIC DESIGN, INC.

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation:

ARTICLE I

Name

Section 1.1. Name. The name of the corporation is CLARITY GRAPHIC DESIGN, INC.

ARTICLE II

Duration

Section 2.1. <u>Duration</u>. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

Purposes

<u>Section 3.1.</u> <u>Purposes</u>. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV

Capital Stock

Section 4.1. Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 500 shares of voting common stock having a par value of \$1.00 per share.

The shares of stock may be issued for such consideration, having a value of not less than the par value of the shares issued therefor, as is determined from time to time by the board of directors, to be paid in whole or in part in cash or other

property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and non-assessable.

ARTICLE V

Principal Office

The principal office and mailing address of the corporation is 11833 Catrakee Drive, Jacksonville, Florida 32223.

ARTICLE VI

Initial Registered Office and Agent

Section 6.1. Name and Address. The street address of the initial registered office of this corporation is 10192 San Jose Boulevard, Jacksonville, Florida 32257, and the name of the initial registered agent of this corporation is Jeffrey D. Smith, Esquire, whose address is 10192 San Jose Boulevard, Jacksonville, Florida 32257.

ARTICLE VII

Directors

- Section 7.1. Number. This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the shareholders, but shall never be less than one.
- Section 7.2. <u>Initial Directors</u>. The names and street addresses of the members of the first board of directors of the corporation are:

Nancy D. Smith

11833 Catrakee Drive Jacksonville, Florida 32223.

- Section 7.3. Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any directors of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.
- Section 7.4. Indemnification. The board of directors is hereby specifically authorized to make provision for

indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII

Officers

<u>Section 8.1</u> <u>Initial Officers</u>. The names and addresses of the initial officers of the corporation are as follows:

Nancy D. Smith 11833 Catrakee Drive Jacksonville, Florida 32223. President/Secretary/ Treasurer

ARTICLE IX

Bylaws

Section 8.1 Bylaws. The initial bylaws of this corporation shall be adopted by the directors. Bylaws may be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors by majority vote, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE X

Incorporator

Section 9.1. Name and Address. The name and street address of the incorporator of this corporation is:

Nancy D. Smith

11833 Catrakee Drive Jacksonville, Florida 32223.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 9% day of June, 2006.

Maney D. Amith

CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with FLORIDA STATUTES, Sections 48.091 and 607.0501, the following is submitted:

Clarity Graphic Design, Inc., desiring to organize or qualify under the laws of the State of Florida, hereby designates Jeffrey D. Smith, Esquire, as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 10192 San Jose Boulevard, Jacksonville, Florida 32257.

Jeffrey D. Smith

Dated: June <u>4</u>, 2006.

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.

Jeffrey D. Smith

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this $\frac{q^{44}}{d}$ day of June, 2006, by Jeffrey D. Smith, who is personally known to me.

Notary Public

GAIL C. JONES

MY COMMISSION # DD 417414

EXPIRES: May 7, 2009

Sonded Thru Notary Public Underwriters