

P95000009927

LAW OFFICE
MONACO, SMITH, HOOD, PERKINS,
LOUCKS & STOUT

DAVID A. MONACO
HORACE SMITH, JR.
CHARLES D. HOOD, JR.
TERENCE R. PERKINS
WILLIAM E. LOUCKS
LARRY R. STOUT
ERIC K. NEITZKE
HARRY G. McCONNELL
MICHAEL S. ORFINGER
SCOTT A. SELIS
STUART M. ADDRESS

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

POST OFFICE BOX 15200
DAYTONA BEACH, FLORIDA
32115-5200

444 SEABREEZE BOULEVARD
SUITE 900
DAYTONA BEACH, FLORIDA
32118-3953
Telephone (904) 254-6875
Facsimile (904) 257-1834

December 28, 1994

BY CERTIFIED MAIL
RETURN RECEIPT #2 083 128 952

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

SECRETARY OF STATE
DIVISION OF CORPORATIONS
JAN 3 1995
TALLAHASSEE, FL 32314

RE: All American Printing & Design, Inc.

Dear Sir:

Enclosed herewith, in duplicate, are the proposed Articles of Incorporation of the above referenced corporation, along with the Acceptance of Registered Agent which we ask be filed in your office.

When the Articles have been filed, I would appreciate receiving a certified copy, indicating the filing date.

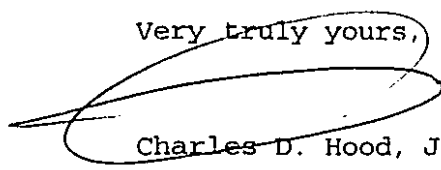
My check is enclosed to cover the following expenses:

Filing Fee	\$	5.00
Certified Copy		25.00
Registered Agent Fee	\$	35.00
TOTAL	\$	122.50

Thank you for your attention to this matter.

Best personal regards.

Very truly yours,


Charles D. Hood, Jr.

CDH/sah
Enclosures

cc: William E. Thompson

W95-277
615,1109

KAN 1-5

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB -7 AM 8:29



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 5, 1995

CHARLES D. HOOD, JR., ESQ.
P.O. BOX 15200
DAYTONA BEACH, FL 32115-5200

SUBJECT: ALL AMERICAN PRINTING & DESIGN, INC.
Ref. Number: W9500000277

We have received your document for ALL AMERICAN PRINTING & DESIGN, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

The registered agent designated must be an active Florida corporation or limited liability company or a foreign corporation or limited liability company authorized to transact business in Florida. Please correct the document accordingly.

Please return 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 (904) 487-6915.

Kevin Nickens
Document Specialist

Letter Number: 395A00000449

**ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 FEB -7 AM 8:29

ALL AMERICAN PRINTING & DESIGN, INC.

The undersigned, makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming and becoming a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

ALL AMERICAN PRINTING & DESIGN, INC.

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, including:

(a) All business authorized and permitted by State and Federal laws.

(b) To do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes, or the attainment of any and all of the objectives herein enumerated, or incidental to the powers herein named which shall at any time appear conducive or expedient for the protection or benefit of the corporation, either as holders of or interested in any property or otherwise, with all of the powers now or hereinafter conferred by the laws of the State of Florida, upon corporations for profit.

(c) The business of the corporation is from time to time to do any lawful act and to engage in any lawful business, and it shall have the right to conduct its business in all of its branches in or outside the State of Florida or in any other State, territory or dependency of the United States, or in foreign countries it being the intention that each of the objects, purposes and powers specified in all of the provisions of this statement of purpose should be regarded as independent objects, purposes and powers, and to be in no manner nor to any extent limited or restricted by reference or inference by or from the terms of any clause of this statement, or any other paragraph of these Articles, and it is expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict the general powers of the corporation, the corporation being authorized to engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other State, County, Territory or Nation.

ARTICLE III

The Capital Stock of this Corporation shall consist of one hundred (100) shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE IV

The amount of capital with which this Corporation shall begin business shall be not less than One Hundred (\$100.00) Dollars.

ARTICLE V

The existence of this Corporation shall be perpetual.

ARTICLE VI

The principal office and mailing address of this Corporation is to be located at 57 North Yonge Street, Ormond Beach, FL 32174, with the privilege of having other offices at other places within and without the State of Florida.

ARTICLE VII

The initial registered office of this Corporation shall be 444 Seabreeze Boulevard, Suite 900, Daytona Beach, FL 32118, and the initial registered agent of this Corporation at such office shall be the law firm of Monaco, Smith, Hood, Perkins, Loucks & Stout, P.A, who upon acceptance shall comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VIII

The name and address of the person signing these Articles of Incorporation as the incorporator is: William E. Thompson, 57 North Yonge Street, Ormond Beach, FL 32174.

ARTICLE IX

The officers of said Corporation shall be a President and such other officers and agents as may be deemed necessary. All officers, agents and directors shall be chosen in such manner, shall hold their offices for such terms, and shall have

such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two or more offices.

ARTICLE X

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind or class as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

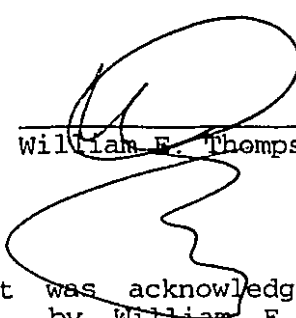
ARTICLE XI

It is the intent of the incorporator that the Corporation will qualify under Section 1244 of the Internal Revenue Code and that the Corporation will file as a Subchapter S Corporation.

ARTICLE XII

The business of the Corporation may be managed by the shareholder or shareholders of the Corporation rather than by a Board of Directors.

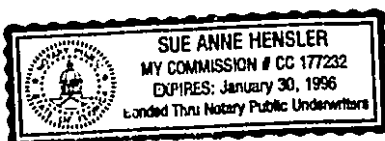
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 28th day of December, 1994.

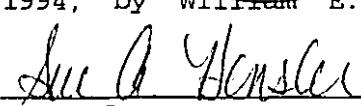


William E. Thompson, Subscriber

STATE OF FLORIDA
COUNTY OF VOLUSIA

28th The foregoing instrument was acknowledged before me this day of December, 1994, by William E. Thompson, who is personally known to me.





Name of Notary: Sue A. Hensler
Notary Public, State of Florida

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of ALL AMERICAN PRINTING & DESIGN, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 28th day of December, 1994.

Monaco, Smith, Hood, Perkins,
Loucks & Stout, P.A.


By: Charles D. Hood, Jr., Esquire
Registered Agent