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FILED
95 APR 10 PM 10:57
SEC. OF STATE
TALLAHASSEE, FLORIDA

PACKAGE DEPOT, INC.
3949 58th STREET NORTH
ST. PETERSBURG, FL 33709

March 27, 1995

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*****70.00 *****70.00

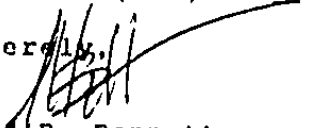
Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314

To Whom it May Concern:

Please find enclosed Articles of Incorporation for Package Depot, Inc.

If you have any questions please feel free to contact my office at (813) 384-3209.

Sincerely,


David B. Bennett
President

PA62-13

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TALLAHASSEE

ARTICLES OF INCORPORATION
OF
PACKAGE DEPOT, INC.

ARTICLE I

The name of the corporation is Package Depot, Inc.

ARTICLE II

This corporation shall exist perpetually.

ARTICLE IV

This corporation is authorized to issue five thousand shares of One Dollar (\$1.00) par value stock.

ARTICLE V

The name of the initial registered agent and the registered office address of this corporation is as follows:

David B. Bennett
3949 58th Street North
St. Petersburg, FL 33709

ARTICLE VI

This corporation shall have one (2) Director initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation, but shall never be less than one.

The names and addresses of the initial directors of the corporation are:

NAME	ADDRESS
David B. Bennett	3949 58th Street North St. Petersburg, FL 33709
Christopher S. Redmond	3949 58th Street North St. Petersburg, FL 33709

ARTICLE VII

The name and residence address of the Incorporators signing these Articles of Incorporation are:

NAME

ADDRESS

David B. Bennett

3949 58th Street North
St. Petersburg, FL 33709

ARTICLE VIII

Section 1 The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and carrying out of its purpose as they may deem necessary from time to time.

Section 2 Upon proper notice, the By-Laws may be amended, altered or rescinded by majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE X

Shares of capital stock of this corporation issued initially shall be held by the initial shareholders and may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall further specified by written agreement among all of the shareholders of this corporation.

ARTICLE X

Any action of the share holders of this corporation must be taken at a meeting of shareholders of this corporation, duly called as provided in the by By-Laws.

ARTICLE XI

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Corporation, or any amendment hereto, and any right conferred upon the shareholder, is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have
executed these Articles of Incorporation this 21 day of March,
1995.



David B. Bennett

STATE OF FLORIDA) Florida
COUNTY OF PINELLAS) Pinellas

BEFORE ME, the undersigned authority, personally appeared
David B. Bennett to me known and who executed the foregoing
Articles of Incorporation, and they acknowledged to and
before me that they executed such instrument.

SWORN TO AND SUBSCRIBED before me this 21 day of March, 1995



OFFICIAL SEAL
MARY FINN
My Commission Expires
Sept. 29, 1996
Comm. No. CC 232439

My Commission Expires:



NOTARY PUBLIC

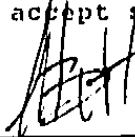
Mary Finn

FILED
95 APR 10 10 57
SEC
CLERK

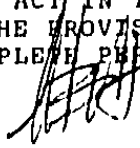
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

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

That Package Depot, Inc. desiring to organize or qualify
under the laws of the State of Florida, with its principal
place of business located at 3949 58th Street North, City of
St. Petersburg, County of Pinellas, State of Florida, has
named David B. Bennett who is located at 3949 58th Street
North, City of St. Petersburg, County of Pinellas, State of
Florida 33709 as its agent to accept service of process
within Florida.

SIGNATURE 
TITLE PRESIDENT
DATE 3/27/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THE
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.

SIGNATURE 
DATE 3/27/95