

(( ( 500000 943

FAX: (904) 922-4000

ELECTRONIC FILING COVER SHEET

1492 W FLAGLER ST

SUITE 200

MIAMI FL 33135-

CONTACT: RAY STORMONT

PHONE: (305) 541-3894

FAX: (305) 541-3770

(( (H95000004943)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
AL PRESS INTERNATIONAL, INC.

FAX AUDIT NUMBER: H96000004943

DATE REQUESTED: 05/02/1995

CERTIFIED COPIES: 1

NUMBER OF PAGES: 7

ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 17:06:35

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072460003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

```

** ENTER 'M' FOR MENU. **

```

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM

Connect: 00:26:

FILED  
95 MAY -3 PM 3:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

68:1 10-11-58

H95000004943



7

FLORIDA DEPARTMENT OF STATE  
Sandra B. Morfurn  
Secretary of State

April 28, 1996

STEPHEN A. FREEDMAN, ESQ.  
FREEMAN, NEWMAN & BUTTERMAN  
820 BRICKELL KEY DR., #305  
MIAMI, FL 33131

The name DIGITAL PRESS INTERNATIONAL, INC. has been reserved for 120 days beginning April 28, 1996. The reservation number is R95000001837 and this reservation is NONRENEWABLE.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will AGAIN be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tammy Hampton

Letter number: 295A00020360

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

H95000004943

ARTICLES OF INCORPORATION  
OF  
DIGITAL PRESS INTERNATIONAL, INC.

FILED  
95 MAY -3 PM 3:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the Corporation is DIGITAL PRESS INTERNATIONAL, INC.

ARTICLE II

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III

PERMITTED ACTIVITY

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

AUTHORIZED SHARES

The aggregate number of shares which the Corporation shall have authority to issue shall be One Thousand (1,000) shares of voting common stock with \$1.00 par value share.

PREPARED BY:

Stephen A. Freeman, Esq.  
Freeman Newman & Buttermen  
820 Brickell Key Drive  
Suite O-305  
Miami, Florida 33131  
(305) 374-3200  
Fl. Bar No. 146743

000000004743

H95000004943

#### ARTICLE V

##### PREEMPTIVE RIGHTS DENIED

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

#### ARTICLE VI

##### REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation and initial place of business is 520 Brickell Key Drive, Suite 0-305, Miami, Florida 33131. The initial Registered Agent is Stephen A. Freeman at 520 Brickell Key Drive, Suite 0-305, Miami, Florida 33131.

#### ARTICLE VII

##### DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The names and addresses of the first Board of Directors who shall serve until the first annual meeting of shareholders or until their successors are elected and qualified shall be:

H720000004943

H95000004943

**NAMES**

JOST KURTH

**ADDRESS**

520 Brickell Key Drive  
Suite 0-305  
Miami, FL 33131

**ARTICLE VIII**

**INCORPORATOR**

The name and address of the incorporator is: Stephen A. Freeman, 520 Brickell Key Drive, Suite 0-305, Miami, Florida 33131.

**ARTICLE IX**

**INDEMNIFICATION**

Every person now or hereafter serving as director, officer or employee of the Corporation shall be indemnified and held harmless by the Corporation from and against any and all loss, cost, liability and expense that may be imposed upon or incurred by him in connection with or resulting from any claim, action, suit or proceeding, in which he may become involved, as a party or otherwise, by reason of his being or having been a director, officer or employee of the Corporation, whether or not he continues to be such at the time such loss, cost, liability or expense shall have been imposed or incurred, except with regard to matters as to which any such director, officer or employee shall be adjudged in any claim, action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty.

Expenses (including attorneys' fees) incurred in defending any claim action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such a proceeding.



4943

Pursuant to the provisions of Section 607.0501, 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.

- Signature: \_\_\_\_\_  
 Title: Registered Agent and Incorporator  
 Date: May 2, 1995

Signature: \_\_\_\_\_  
Date: May 2, 1995

FILED  
95 MAY -3 PM 3:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA