11:39 AF TRONIC FILING COVER BHEET DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY DEPARTMENT OF STATE 1492 W FLAGLER ST DTATE OF FLORIDA 409 EAST GAINES STREET SUITE 200 MIAMI FL 33135-TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT FAX: (904) 022-4000 (305) 541-3694 PHONE: (305) 541-3770 FAX: (((H95000008972))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. NAME: AMMEDIATE GRAPHICS OF SOUTH FLORIDA, INC.
FAX AUDIT NUMBER: H95000008072 CURRENT STATUS: REQUESTED
DATE REQUESTED: 08/15/1995 TIME REQUESTED: 11:39:13 TIME REQUESTED: 11:39:13
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 072450003255 CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 6

ESTIMATED CHARGE: \$122.50

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 Audi number on the top and bottom of all pages of the document. (((H9500008972)))
*** ENTER 'M' FOR MENU. ** ENTER SELECTION AND (CR): Help F1 Option Menu F2 NUM CAPS Connect: 00:08

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SECRETARY OF STATE

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August 14, 1995

Sucretary of State P.O. Box 6327 Division of Corporations The Capital Tallahassec, FL 32314

RE: Incorporation Documents

Dear Sir:

Enclosed for filing is an executed copy of the Articles of Incorporation and an executed copy of the registered agent's written acceptance of his appointment as registered agent for Ammediate Graphics of South Florida Inc.

Please forward to me a copy of the documents showing the appropriate "Filed" and the time, day, month and year.

My check, # , in the amount of \$122.50 representing the fee for said filings is enclosed.

Abul Och II

bavid & Hernandez

PREPARED BY David S Hernandez 210 University Drive #502 Coral Springs, Fl 33071 (305) 346.7288

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ARTICLES OF INCORPORATION

OF

Ammediate Graphics of South Florida, Inc.

The undersigned subnoribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon acceptance of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c)(2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is

Ammediate Graphics of South Florida, Inc.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. <u>Capital Stock</u>. This corporation is authorized to issue 1000 shares with \$1.00 par value.

ARTICLE V. <u>Voting Rights</u>. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. <u>Preemptive Rights</u>. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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ARTICLE VII. Initial Revisioned Office and Agent. The street address of the initial registered office of this corporation is: 210 University Dr. 502, Coral Springs, Florida, 33071 and the name of the initial registered agent of this corporation at that address is David S Hernandez.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Directors of this corporation is:

David S Hernandez 210 University Drive #502 Coral Springs, Fl. 33071

ARTICLE IK. Officers. The initial officers of the corporation will be: David S Hernandez, President, Treasurer and Secretary.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

David S Hernandez 210 University Drive #502 Coral Springe, Fl. 33071

ARTICLE XI. <u>By-Laws</u>. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. Amendment. The corporation reserves the right to smend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The Street address of the Principal place of business is: 210 University Dr., 502, C. S. Fl 33071.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14th day of August, 1995.

_(SEAL)

STATE OF FLORIDA COUNTY OF BROWARD

appeared, David S Hernandez, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 14th Day of August, 1995.

				MOTARY	PUBLIC	
My	Commission	Expires:				

CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State State of Florida Division of Corporations Department of State Tallahassee, FL 32304

I, David S Hernandez, do hereby consent to serve as registered agent for the corporation, Ammediate Graphics of South Florida, Inc. This day of 14th Day of August, 1995.

David & Hernandez

Address of registered agent:

210 University Dr. #502 Coral Springs, Fl. 33071

> FILED 95 AUG 15 PH 3: 19 SECRETARY OF STATE TALLAHASSEE FLORING

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CORPORATION(S) NAME

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() Fareign	() Dissolution	() Mark
() Limited Partnership () Reinstatement	() Annual Report () Reservation	() Other () Change of Registered Agent
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Acknowledgment		

CR2E031 (R8-85)

W.P. Verifier

MPIRE Toll Free: 1-800-432-3028



F4 ORIDA DEPARIMENT OF STATE Sandra B. Mortham Secretary of State

August 24, 1995

Empire 328 W. Flagler St. Mlami, FL 33130

SUBJECT: AMMEDIATE GRAPHICS OF SOUTH FLORIDA, INC.

Ref. Number: P95000063008

We have received your document for AMMEDIATE GRAPHICS OF SOUTH FLORIDA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

If you have any questions concerning the filing of your document, please call (904) 487-6907.

Letter Number: 495A00039621

Annette Hogan Corporate Specialist

210 University Drive Suite 502 Coral Springs, Florida 33071

> (305) 346-7288 (305) 434-5996 PAX (305) 346-7217

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Ammodiate Graphies of South Florida, Inc.

Same

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended,added or deleted)

Amended Article IX. Officiers. Alfred Ritz is President/Secretary

and Claudine Ritz is V. President/Treasuer.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: August 16, 1995

FO	URTH: Adoption of Amendment(s) (CHECK ONE)						
×	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.						
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):						
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"						
	voung group						
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.						
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.						
	Signed this day 16th of August , 19 95						
	Signature (By the Chairman or Vice Chairman of the Board of Directors, President' or other officer if adopted by the shareholders)						
	OR .						
	(By a director if adopted by the directors)						
	OR						
	(By an incorporator if adopted by the incorporators)						
	Alfred Ritz						
	Typed or printed name						
	President						
	Title						