

LAW OFFICES OF
Broida and McKinney, P.A.
605 - 75th AVENUE
POST OFFICE BOX 66714
ST PETE BEACH, FLORIDA 33706

JOEL D. BROIDA
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(813) 367 1041
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August 29, 1995
P95000068576

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: MODERN INSERTING & MAILING SERVICE, INC.

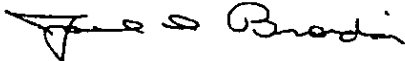
Dear Sir or Madam:

Enclosed for filing with the Secretary of State are the Articles of Incorporation of MODERN INSERTING & MAILING SERVICE, INC. Enclosed is my trust account check made payable to the Secretary of State in the amount of \$70.00 representing the fee for filing same.

Upon recordation, please return the Articles to me.

Thank you for your assistance and your prompt attention in this regard.

Very truly yours,

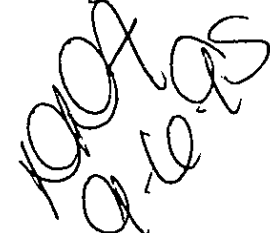


Joel D. Broida

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FILED
95 SEP - 1 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**ARTICLES OF INCORPORATION
OF
MODERN INSERTING & MAILING SERVICE, INC.**

FILED
95 SEP -1 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a natural person acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I: CORPORATE NAME

The name of this Corporation is **MODERN INSERTING & MAILING SERVICE, INC.**, located at 4651 - 107th Circle, Clearwater, FL 34622-5006.

ARTICLE II: TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon the filing and approval of these Articles of Incorporation with and by the Secretary of State of the State of Florida.

ARTICLE III: CORPORATE PURPOSES AND POWERS

The purpose for which this Corporation is formed is to own and operate a direct mail service, as well as to do everything necessary, proper, advisable or convenient for the accomplishment of said purpose, and to do all other things incidental to said purpose or connected therewith that are not forbidden by the Florida Corporation Laws or by any other laws, or by these Articles of Incorporation; and to engage in any activity or business now or hereafter authorized and permitted under the laws of the United States and the State of Florida to include but not necessarily be limited to the following:

A. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interests therein, wherever situated;

B. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes bonds, and other obligations, and secure any of its obligation by mortgage or pledge of all or any of its property, franchises, and income;

C. To lend money for its corporate purposes, invest

and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;

D. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

E. To be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, joint venture, trust or other enterprise;

F. To conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida General Corporation Act within or without the State of Florida;

G. To purchase, subscribe for, or otherwise acquire interests or shares in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals as well as any direct or indirect obligations of the United States or any other government or instrumentality thereof;

H. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its Directors, Officers and employees and for any or all of the Directors, Officers and employees of its subsidiaries;

I. To transact any lawful business which the Board of Directors shall find to be in aid of governmental policy;

J. To make donations for the public welfare or for charitable, scientific or educational purposes;

K. To lend money to, and use its credit to assist, its officers and employees in accordance with Section 607.141, Florida Statutes;

L. To purchase, take, receive, or otherwise acquire, hold, own, pledge, grant a security interest in, transfer or otherwise dispose of its own shares;

M. To elect or appoint officers and agents of the

Corporation and define their duties and fix their compensation;

N. To make and alter Bylaws, not inconsistent with these Articles of Incorporation or with the laws of the State of Florida, for the administration and regulation of the affairs of the Corporation;

O. To have a corporate seal and to use the same by causing it, or a facsimile thereof, to be impressed, affixed or in any other manner reproduced; and

P. To engage in any activity or business permitted under the laws of the United States and of the State of Florida. None of the objects, purposes and powers hereinabove set forth, except where otherwise specified in this Article, shall be in any way limited or restricted by reference to or inference from the terms of any other objects, purposes and powers set forth in this Article or any other Articles. The objects, purposes and powers specified in each of the clauses in the Articles shall be regarded as independent objects, purposes and powers.

ARTICLE IV: AUTHORIZED SHARES

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is ONE HUNDRED (100) shares of common stock having a par value of \$1.00. The sum of the par value of all shares of capital stock of the Corporation that have been issued shall be the stated capital of the Corporation at any particular time.

ARTICLE V: DIVIDENDS

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property or in shares of capital stock of the Corporation.

ARTICLE VI: REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial registered office of this Corporation in the State of Florida is Joel D. Broida, Esq., 605 - 75th Ave., St. Pete Beach, FL 33706,. Said Registered Agent, by virtue of his signature on the last page of these Articles of Incorporation acknowledges

appointment as such Registered Agent and Agrees to accept service of process for this Corporation.

The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VII: MANAGEMENT

The business of this Corporation shall be managed by its Board of Directors and said Board of Directors shall have complete charge of the business of the Corporation. The Board of Directors shall elect the officers of the Corporation who shall consist of a President and Secretary and such other officers as the Board of Directors may deem advisable. The Board of Directors may determine the Compensation of such officers.

ARTICLE VIII: BOARD OF DIRECTORS

The initial Board of Directors shall consist of a minimum of two (2) and a maximum of five (5) members, who need not be residents of the State of Florida or shareholders of the Corporation. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

The names and addresses of the initial Directors of this Corporation, who shall serve as Directors until the first annual meeting of shareholders or until their successors shall have been elected and qualified, are as follows:

BARBARA COSSER
710 123rd Ave.
Treasure Island, FL 33706-1032

RICKY COSSER
710 123rd Ave.
Treasure Island, FL 33706-1032

ARTICLE IX: INCORPORATOR

The name and street address of the persons signing these Articles of Incorporation as the incorporators are Barbara Cosser and Ricky Cosser.

ARTICLE X: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and

approved at a stockholders meeting by no less than a majority of the stock entitled to vote, unless all of the Directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as incorporator, have executed the foregoing Articles of Incorporation this 28 day of August, 1995.

Ricky Cosser
Ricky Cosser - Incorporator

Barbara Cosser
Barbara Cosser - Incorporator

Acceptance of appointment
as Registered Agent:

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

BY: Joel D. Broida

Joel D. Broida, Esq.

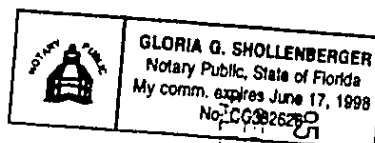
STATE OF FLORIDA :
 :
COUNTY OF PINELLAS :

BEFORE ME, a Notary Public, personally appeared Barbara Cosser and Ricky Cosser, well known to be the persons described as Incorporators, or in the alternative a driver's license as identification, and who executed the foregoing Articles of Incorporation and who acknowledged before me, under oath administered by me, that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 28 day of August, 1995.

Gloria G. Shollenberger
NOTARY PUBLIC, State of Florida
at Large.

My Commission Expires:



FILED
SEP - 1 AM
DEPARTMENT OF
TREASURY
TAMPA, FLORIDA

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM

APPLICATION FOR REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # **P95000068576**

1. Corporation Name

MODERN INSERTING & MAILING SERVICE, INC.

Principal Place of Business

Mailing Address

4651 - 107TH CIRCLE
CLEARWATER FL 34622-5006

4651 - 107TH CIRCLE
CLEARWATER FL 34622-5006



If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2. New Principal Office Address, If Applicable

3. New Mailing Office Address, If Applicable

4. Date incorporated or Qualified To Do Business in Florida

09/01/1995

Suite, Apt. #, etc.

Suite, Apt. #, etc.

5. FEI Number

65-0617799

Applied For

Not Applicable

City & State

City & State

Zip

Country

Zip

Country

6. CERTIFICATE OF STATUS DESIRED

\$8.75 Additional Fee required for a Certificate of Status

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1. Title(s)	2. Name of Officers and/or Directors	3. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4. City / State / Zip
D	COSSER, BARBARA	710 123RD AVENUE	TREASURE ISLAND FL 33706
D	COSSER, RICKY	710 123RD AVENUE	TREASURE ISLAND FL 33706
			300001967523 -10/08/96--01088--020 ****375.00 ****375.00 file 1/15/1996 BY [Signature]
REINSTATEMENT			

8. Name and Address of Current Registered Agent

9. Name and Address of New Registered Agent

BROIDA, JOEL D ESQUIRE
605 - 75TH AVENUE
ST. PETE BEACH FL 33706

Name **Ricky Cosser**

Street Address (P.O. Box Number is Not Acceptable)

710 - 123RD AVE

Suite, Apt. #, Etc.

City **TREASURE ISLAND**

State **FL**

Zip Code

33706

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of Registered Agent

Ricky Cosser
REGISTERED AGENT MUST SIGN

Date **9/17/96**

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes No

(See other side for information on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Ricky Cosser PRES

Date **9/17/96**

Daytime Phone # **813592-6245**

CR2040 (7/96)