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April 29, 1996

Florida Department of State  
Division of Corporations  
Corporate Records Bureau  
P.O. Box 6327  
Tallahassee, Florida 32314

EFFECTIVE DATE  
4-29-96

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
95PM-1 PH 2:48

Re: Co-Op Mailing Services, Inc.,  
Filing of Articles of Incorporation

50000118030200  
-05/01/96--01047--0001  
\*\*\*122.50 \*\*\*122.50

Dear Sir/Madam:

The enclosed Articles of Incorporation for Co-Op Mailing Services, Inc. are submitted for purposes of filing a new corporation. Included is a check for the total amount of \$122.50 to cover the following fees:

\$ 35.00 filing of the Articles of Incorporation  
\$ 35.00 for designation of and acceptance of registered agent  
\$ 52.50 for certified copy of document

If we can be of further service, please contact our office at the above number.

Sincerely,

*Susan L. Corzilius, CLAS*

Susan L. Corzilius, C.L.A.  
Civil Litigation Specialist

/sc

Enclosures

cc: Mr. Seth Ohlstein

AL MAY - 7 1996

**ARTICLES OF INCORPORATION**

**OF**

**CO-OP MAILING SERVICES, INC.**

**FILED**

96 MAY -1 PM 2:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**EFFECTIVE DATE**

4-29-96

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

**ARTICLE I**

**Name.** The name of the corporation is Co-Op Mailing Services, Inc.

**ARTICLE II**

**Principal Office and Initial Registered Agent.** The address of the corporation's principal office 2730 Mayaguana Court, City of Punta Gorda, County of Charlotte, State of Florida 33950. The name of the initial registered agent of the corporation, located at that office is Seth Ohlstein.

**ARTICLE III**

**Commencement of Corporate Existence.** Pursuant to Section 607.167 of the Florida General Corporation Act, the existence of this corporation shall commence on the date of subscription and acknowledgment of these Articles of Incorporation.

**ARTICLE IV**

**Duration.** The period of the corporation's duration shall be perpetual, or until dissolved on a vote of the shareholders as provided in these articles.

#### **ARTICLE V**

**Purpose.** The general purpose for which the corporation is organized are:

1. To engage in a print business.
2. To engage in or transact any other trade or business.

#### **ARTICLE VI**

**Capital Stock.** The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is ONE HUNDRED (100) shares. These shares shall be of a single class of common stock, and shall have a value of \$1.00 per share.

#### **ARTICLE VII**

**Restriction on Transfer of Stock.** If, at any time, a majority or more of the shareholders of the corporation enter into an agreement between and among themselves and the corporation, the corporation shall thereafter refuse to recognize any transfer of stock of the corporation unless the same is in conformity with the terms and conditions of the agreement. The preceding sentence shall not apply unless a copy of such agreement is on file in the principal office of the corporation, and unless notice of the existence of such restrictions is noted conspicuously on the face or back of the certificates of stock. For purposes of this paragraph, the term "transfer" includes any sale assignment or pledge of stock of the corporation.

#### **ARTICLE VIII**

**Incorporators.** The name and street address of the person signing these articles of incorporation as an incorporator is Seth Ohlstein, 2730 Mayaguana Court, Punta Gorda, Florida 33950.

#### **ARTICLE IX**

**Management of Corporate Affairs.** The corporation shall have no board of directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction of the stockholders.

The stockholders shall have the right to determine in every instance the consideration for which the shares of the corporation shall be issued.

#### **ARTICLE X**

**Bylaws.** The power to make, alter, amend, and rescind the bylaws of the corporation shall be reserved to the stockholders of the corporation.

#### **ARTICLE XI**

**Amendment of Articles of Incorporation.** This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the stockholders is subject to this reservation.

ARTICLE XII

Indemnification. The corporation shall indemnify any officer or former officer to the full extent permitted by law.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 29 day of April, 1996.

  
Seth Ohlstein, Incorporator

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on the 29 day of April, 1996, before me, a Notary Public duly authorized in the State and County above to take acknowledgments, personally appeared Seth Ohlstein, who is personally known to me, or has produced \_\_\_\_\_ as identification, and who did/did not take an oath, who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed his name to said instrument freely and voluntarily for the uses and purposes therein expressed.

My Commission Expires:

  
Notary Public: PAUL SULLIVAN



PAUL D SULLIVAN  
My Commission CC341018  
Expires Jan. 10, 1998  
Bonded by HAI  
800-422-1555

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the Florida General Corporations Act relative to keeping open said office.

  
Seth Ohlstein, Incorporator

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