

PAID 0000043092
Sara B Graphics

**P. O. Box 2340
LaBelle, FL 33935**

**Phone (941) 675-8343
Fax (941) 675-8418**

May 10, 1996

**Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314**

**Re: Filing Articles of Incorporation
for Sara B Graphics, Inc.**

**300001820523
-05/14/96--01078--005
*****78.75 *****78.75**

Dear Clerk;

Enclosed please find the Original and a copy of the Articles of Incorporation and a check in the amount of \$78.75. This check is for your filing fee of \$70.00 plus \$8.75 for a Certificate of Status.

Please return all necessary documents, including a copy of the original filed Articles and the Certificate of Status to:

**Sara E. Catlett
520 Clay Street
Post Office Box 2340
LaBelle, Florida 33935-2340**

Yours Truly,

Sara E. Catlett

**FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 13 AM 11:03**

WJW 5-21-96

FILED
SECRETARY OF STATE
CORPORATION
95 APR 13 AM 11:03

**ARTICLES OF INCORPORATION
OF
SARA B GRAPHICS, INC.**

ARTICLE I. CORPORATE NAME

The name of the corporation is Sara B Graphics, Inc.

ARTICLE II. DURATION

The existence of the corporation shall commence with the filing of these Articles. The duration of the corporation is perpetual.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITAL STOCK

The number of shares of capital stock authorized to be issued by the corporation will be twelve hundred (1,200) shares having a par value of one dollar (\$1.00) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and office of the corporation shall be:

SARA E. CATLETT
520 Clay Street
Post Office Box 2340
LaBelle, Florida 33935-2340

The initial street address of the principal office of the corporation in the
State of Florida will be:

520 Clay Street, LaBelle, Florida 33935

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The number of the Directors constituting the initial Board of Directors of
the corporation is one (1), and the name and address of the person who is to serve as the
initial director is:

SARA E. CATLETT
520 Clay Street
Post Office Box 2340
LaBelle, Florida 33935-2340

ARTICLE VII. PRESIDENT, TREASURER AND SECRETARY

The name and address of the president, treasurer and secretary is:

SARA E. CATLETT
520 Clay Street
Post Office Box 2340
LaBelle, Florida 33935-2340

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator is:

SARA E. CATLETT
520 Clay Street
Post Office Box 2340

Labelle, Florida 33935-2340

Dated the 10th day of May 1996.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend or repeal any provision of these Articles of Incorporation, or any amendments(s) hereto, and any right conferred upon the share holders is subject to this reservation.

ARTICLE X. PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for these shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE XI. DIRECTOR CONFLICT OF INTEREST

A. No contract or other transaction between a corporation and one or more of its directors, or between a corporation and any other corporation, firm,

association or other entity, in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the board of directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purposes:

1. If that the fact of such common directorship, officership or financial interest is disclosed or known to the board or committee and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the votes of such interested director or directors;
2. If such common directorship, officership or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or
3. If the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, committee or shareholders.

B. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.

ARTICLE XII. INDEMNIFICATION

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for, pursuant to the provisions of Section 607.014 of the Florida Statutes, as amended.

IN WITNESS WHEREOF, the undersigned being the incorporator of this corporation has executed these Articles of Incorporation.

Sara E. Catlett
Sara E. Catlett
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this 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, and I accept the duties and obligations of Section 607.325 Florida Statutes.

Sara E. Catlett
Sara E. Catlett
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 13 AM 11:04

STATE OF FLORIDA)

COUNTY OF HENDRY)

Before me, the undersigned authority, personally appeared Sara E. Catlett, to me well known to be the person who executed the foregoing Articles of Incorporation and acknowledged before me, according to law, that she has made and subscribed the same for the purposes therein mentioned and set forth.

IN WITNESS THEREOF, I have hereunto set my hand and seal this 10th day of May 1996.

Mary C. Martinez
Name:
Notary Public, State of Florida
Commission #

MARY C. MARTINEZ
Notary Public, State of Florida
My comm. expires June 10, 1996
Comm. No. CC 533996
Bonded thru OLD REPUBLIC SURETY