

P96000043552

RAUCH & BRODY, P.A.

ATTORNEYS AT LAW

PALM BEACH GARDENS OFFICE PARK

4307 NORTHLAKE BOULEVARD, SUITE 202

PALM BEACH GARDENS, FLORIDA 33410-6269

TELEPHONE  
(407) 624-3500

FACSIMILE  
(407) 626-0899

ROBERT BRODY  
STEPHEN RAUCH  
ATTORNEYS AT LAW

March 22, 1996

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

Re: Quintessence, Inc.

Dear Sir or Madam:

Enclosed please find an original and duplicate of Articles of Incorporation for the above referenced corporation together with our check in the amount of \$122.50 representing the charter tax, filing fees and certified copy fees.

Thank you for your prompt attention.

Sincerely,

*Robert Brody*  
Robert Brody

RB/dd  
Enclosures

c:\rbd\ca\form\sec-sta.cor

ROYAL PALM BEACH OFFICE  
EAST BUILDING - SUITE 11  
4307 NORTHLAKE BOULEVARD  
TALLAHASSEE, FLORIDA  
FILED  
MAY 14 AM 10:25

800001757978  
-03/26/96--01125--003  
\*\*\*\*122.50 \*\*\*\*122.50

F. CHESSEY

MAY 22 1996

096 A 15131

**RAUCH & BRODY, P.A.**  
ATTORNEYS AT LAW  
PALM BEACH GARDENS OFFICE PARK  
4362 NORTHLAKE BOULEVARD, SUITE 202  
PALM BEACH GARDENS, FLORIDA 33410-0269

TELEPHONE (407) 624-3500 FACSIMILE (407) 626-0809

ROBERT BRODY  
STEPHEN RAUCH

ROYAL PALM BEACH OFFICE  
LYNN BLDG - SUITE 11  
11366-B OKEECHOBEE BOULEVARD

May 14, 1996

Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

Re: Quintessence Graphics Design, Inc.  
Your Reference Number: W9600007109  
Your Letter Number: 096A00015151

Dear Sir or Madam:

Enclosed please find an original and duplicate of Articles of Incorporation for the above referenced corporation together with a copy of your letter dated April 3, 1996 which acknowledges that you have already received \$122.50 representing the charter tax, filing fees and certified copy fees.

Thank you for your prompt attention.

Sincerely,

*Robert Brody*  
Robert Brody

RB/dd  
Enclosures



FLORIDA DEPARTMENT OF STATE

Sundra B. Mortham  
Secretary of State

April 3, 1996

ROBERT BRODY ESQUIRE  
4362 NORTHLANE BLVD STE 202  
PALM BEACH GARDENS, FL 33410-6269

SUBJECT: QUINTESSENCE, INC.  
Ref. Number: W96000007109

We have received your document for QUINTESSENCE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 096A00015151

**ARTICLES OF INCORPORATION**  
**OF**  
**QUINTESSENCE GRAPHICS DESIGN, INC.**

FILED  
96 MAY 14 AM 10:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I - Name**

The name of this corporation is Quintessence Graphics Design, Inc.

**Article II - Duration**

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

**Article III - Nature of Business**

The general nature of business of the corporation shall be as follows:

1. The corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.
2. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of same, or any part thereof, or interest therein.
3. To apply for, purchase, or in any manner to acquire, to hold, own, use and operate; to sell or in any manner dispose of, to grant or license other rights, interests, inventions, improvements and processes used in connection with or secured under letters, patents or copyrights of the United States of America or other countries or otherwise, and to work, operate and/or develop the same.
4. To purchase, lease or otherwise acquire, and to hold, own, sell or dispose of real and personal property of all kinds, and in particular, lands, buildings, business concerns and undertakings, shares of stock, mortgages, bonds, debentures and other securities, merchandise, book debts and claims, trade marks, trade names, and any interest in real or personal property.
5. To borrow money for its corporate purposes, and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures and other obligations from time to time for the purchase of property, or for any purpose in or about the business of the corporation, and if deemed proper, to secure the payment of any such obligation by mortgage, pledge, deed of trust or otherwise.

6. To acquire and take over as a going concern, and thereafter to carry on the business of any person, firm or corporation engaged in any business which this corporation is authorized to carry on, and in connection therewith to acquire the good will and all or any of the assets, and to assume or otherwise provide for all or any of the liabilities of any such business.

7. To sell, improve, manage, develop, lease, mortgage, dispose of, or otherwise turn to account or deal with all or any part of the property of the corporation.

8. To carry on business at any place or places within the jurisdiction of the United States of America, and in any and all foreign countries, and to purchase, hold, mortgage, convey, lease or otherwise dispose of and deal with real and personal property at any such place or places.

9. To enter into, make, perform and carry out contracts of every sort and kind which may be necessary or convenient for the business of the corporation or business of a similar nature, with any person, firm, corporation, private, public or municipal body politic under the government of the United States of America, of any state, territory or colony thereof, or any foreign government, so far as, and to the extent that the same may be done and performed by corporations under the Florida Business Corporation Act or any other applicable law.

10. To do all and every thing necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in connection with other corporations, firms, or individuals, and either as principals or agents, and to do every act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects, purposes or powers of any of them.

11. In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated directly or indirectly to promote the interest of the corporation or to enhance the value of its properties.

12. The foregoing enumeration of specific powers shall not be deemed to limit or restrict in any manner the general powers of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida upon corporations for profit.

#### Article IV - Capital Stock

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

#### Article V - Preemptive Rights

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5636 Eagle Drive, Palm Beach Gardens, Florida 33418, and the name of the initial registered agent of this corporation at that address is Kathleen Wisniewski. The mailing address of the corporation is 5636 Eagle Drive, Palm Beach Gardens, Florida 33418.

#### Article VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one (1). The name and address of the initial director of this corporation is:

Kathleen Wisniewski  
5636 Eagle Drive  
Palm Beach Gardens, Florida 33418

#### Article VIII - Incorporator

The name and address of the person signing these Articles is:

Kathleen Wisniewski  
5636 Eagle Drive  
Palm Beach Gardens, Florida 33418

#### Article IX - Indemnification

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


Article X - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article XI - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 14 day of May, 1996.

  
Kathleen Wisniewski

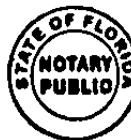
STATE OF FLORIDA                     )  
  ) SS:  
COUNTY OF PALM BEACH            )

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of May, 1996, by Kathleen Wisniewski, ~~who is personally known to me~~ or who produced Florida Driver's License as identification and who did not take an oath.

  
Notary Public

(Notary Seal)

My commission expires:



ROBERT BRODY  
My Comm Exp. 1/23/00  
Bonded By Service Ins  
No. CC526782

☐ Personally Known    ☐ Other I.D.

Acceptance of Designation

The undersigned, Kathleen Wisniewski, hereby accepts the designation of herself as registered agent for this corporation and agrees to serve in compliance with all applicable Florida Statutes.

  
Kathleen Wisniewski

FILED  
96 MAY 14 AM 10:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

c:\documents\corporate\quintess.art