

P960000 54451

10-24-96 Christy J.

National Brands

Requester's Name

9350 S. Dixie Hwy. #1900

Address

MIAMI, FL 33156

City

State

ZIP

Phone

670-2277

VALIDATION ONLY

FILED
96 JUN 26 PM 1:59
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

Archive America of Georgia, Inc.

Empire Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

F. O'HESSEY

JUN 26 1996

GERALD

96 JUN 25 PM 9:51
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ARCHIVE AMERICA OF GEORGIA, INC.**

ARTICLE I. NAME

The name of the Corporation is Archive America of Georgia, Inc. (hereinafter called the "Corporation").

ARTICLE II. PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III. CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV. INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 9350 S. Dixie Highway, Suite 900, Miami, Florida 33156; and the name of the initial registered agent of the Corporation at that address is Robert J. Puck.

ARTICLE V. MAILING ADDRESS

The mailing address of the Corporation is: 9350 S. Dixie Highway, Suite 900, Miami, FL 33156.

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ARTICLE VI. INITIAL BOARD OF DIRECTORS

The Corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The names and address of the initial directors of this Corporation are:

Mark Blank 9350 S. Dixie Hwy, Suite 900, Miami, FL 33156

Andrew Blank 9350 S. Dixie Hwy, Suite 900, Miami, FL 33156

ARTICLE VII. INCORPORATOR


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

Name: Robert J. Puck

Address: 9350 S. Dixie Hwy, Suite 900

Miami, FL 33156

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 20 day of June, 1996.



Incorporator

CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

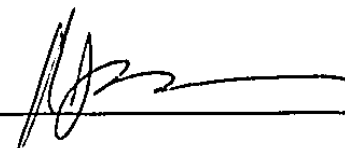
WITNESSETH:

That Archive America of Georgia, Inc., desiring to organize under the laws of the State of Florida, has named Robert J. Puck, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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 607.0505, Florida Statutes.

Dated this 20 day of June, 1996.



Registered Agent

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TALLAHASSEE, FLORIDA
CLERK OF SUPERIOR COURT