

1201 HAYS STREET
FALL CLASSIC
000-341-0100
P96000066453



PROSCAN GRAPHICS ACCOUNT NO. : 072100000032

REFERENCE : 048749 4374271

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pyzdek

ORDER DATE : August 9, 1996

ORDER TIME : 10:36 AM

ORDER NO. : 048749

800001918028

CUSTOMER NO: 4374271

CUSTOMER: Ms. Robin Willner
HERZFELD & RUBIN

Suite 1501
801 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: PROSCAN GRAPHICS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG -9 PM 12:52

RECEIVED
96 AUG -9 AM 11:30
DIVISION OF CORPORATIONS

8/9/96

ARTICLES OF INCORPORATION OF
ProScan Graphics, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG -9 PM 12:52

ARTICLE I

The name of the corporation is ProScan Graphics, Inc., having its principal office located at: 81 Washington Avenue, Miami Beach, Florida 33139.

ARTICLE II

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

ARTICLE III

The corporation is authorized to issue and have outstanding at any one time an aggregate of One Thousand (1,000) shares of one class of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

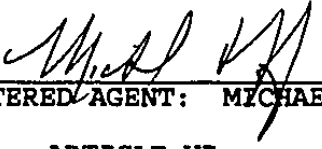
There shall be no preemptive rights accruing to the shareholders.

ARTICLE V

The corporation's initial Registered Agent and Registered Office in the State of Florida are:

REGISTERED AGENT:	Michael D. Lozoff
REGISTERED OFFICE:	Herzfeld & Rubin 801 Brickell Avenue Suite 1501 Miami, Florida 33131

Having been named initial Registered Agent to accept service of process for the corporation at the initial registered office designated herein, I hereby accept such status and consent to act in the capacity and agree to comply with all the requirements of law pertaining thereto.


REGISTERED AGENT: MICHAEL D. LOZOFF

ARTICLE VI

The number of Directors constituting the initial Board of Directors of the Corporation is one.

ARTICLE VII

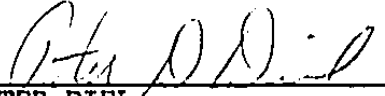
The name and address of the members of the initial Board of Directors is:

PETER DIEL
81 WASHINGTON AVENUE
MIAMI BEACH, FLORIDA 33139

ARTICLE VIII

The name and address of the Incorporator of these Articles of Incorporation is:

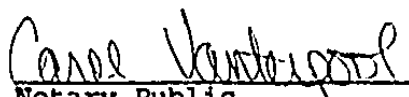
PETER DIEL
81 WASHINGTON AVENUE
MIAMI BEACH, FLORIDA 33139


PETER DIEL

STATE OF FLORIDA :
COUNTY OF DADE :

BEFORE ME, the undersigned authority, personally appeared PETER DIEL, who [] presented _____ as identification or who ~~is~~ is personally known and who stated that he was the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he signed same for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Florida, this 5th
day of August, 1996.


Notary Public



CAHOL VANTERPOOL
COMMISSION # CC 393291
EXPIRES JUL 17, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

96 AUG - 9 PM 12:52

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