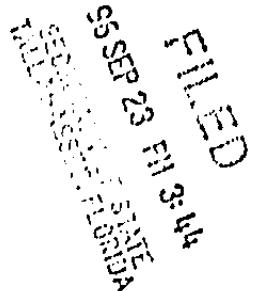


P96000080049

TRANSMITTAL LETTER



Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: eXcel Color Corp.
(Proposed corporate name - must include suffix)

4000001954424
-09/24/96--01063-01?
****131.25 ****131.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

 \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Matthew Hershkowitz

Name (printed or typed)

1380 SW 8th Street

Address

Pompano Beach, FL 33069

City, State & Zip

(954) 782-3600

Daytime Telephone number

AI SEP 26 1996

NOTE: Please provide the original and one copy of the articles.

FILED

ARTICLES OF INCORPORATION

96 SEP 23 PM 3:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

eXcel Color Corp. Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1380 SW 8th Street
Pompano Beach, FL 33069

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Patrick Kraft
8010 North University Dr.
Tamarac, FL 33321

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Paul Hershkowitz
711 Conchshell Way
Plantation, FL 33324

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

12th day of September, 19 96.

(An additional article must be added if an effective date is requested.)



Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

eXcell Color Corp.

2. The name and address of the registered agent and office is:

Patrick Kraft
(NAME)

8010 North University Dr.
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Tamarac, FL 33321
(CITY/STATE/ZIP)

96 SEP 23 FM 3-44
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Patrick Kraft

(SIGNATURE)

SEPTEMBER 16, 1996
(DATE)