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LAW OFFICES  
**JEAN S. PERWIN**  
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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 22 AM 10:00

October 17, 1996

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

11-5-96

RE: THE QUAD GROUP, INC.

500001982505--3  
-10/22/96--01052--014  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir or Madam:

Enclosed please find:

1. Articles of Incorporation on behalf of The Quad Group, Inc. - a profit corporation.
2. A check in the amount of \$122.50 for the filing fees.

If you have any questions regarding this filing, please do not hesitate to contact me.

Sincerely,

*Jean Perwin*

JEAN S. PERWIN

JSP:alc  
Enclosures

D. BROWN OCT 25 1996

**ARTICLES OF INCORPORATION  
OF  
THE QUAD GROUP, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 OCT 22 AM 10:00

211-5-96

**ARTICLE I - NAME**

The name of the corporation is **The Quad Group, Inc.** and the principal address of the corporation is: 7133 S.W. 115th Place, Unit A, Miami, Florida 33173.

**ARTICLE II - DURATION**

The period of the duration of this corporation is perpetual unless dissolved according to law. Corporate existence shall commence upon November 5, 1996.

**ARTICLE III - PURPOSES**

The purpose or purposes for which the corporation is the delivery of printing press services and any other lawful purpose.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue one thousand shares of common stock (1,000) par value \$1.00 per share.

**ARTICLE V - REGISTERED AGENT**

The street address and city of the registered office of the corporation is 7133 S.W. 115th Place, Unit A, Miami, Florida 33173 and the name of its initial registered agent at such address is Jorge E. Osorio.

## **ARTICLE VI - BOARD OF DIRECTORS**

The initial board of directors shall consist of three (3) members. The names and address of the persons who shall serve on the initial board are:

Victoria Osorio, President and Treasurer  
7133 S.W. 115th Place  
Unit A  
Miami, Florida 33173

Jorge E. Osorio, Vice-President and Operation Manager  
7133 S.W. 115th Place  
Unit A  
Miami, Florida 33173

Carlos A. Peralta, Vice-President and Executive Manager  
175 Fointainebleau Blvd.,  
Suite 2G-8  
Miami, Florida 33172

## **ARTICLE VII - INCORPORATORS**

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

Jorge E. Osorio  
7133 S.W. 115th Place  
Unit A  
Miami, Florida 33173

The power to adopt, alter, amend or repeal Bylaws shall be vested solely in the Board of Directors.

## **ARTICLE VIII - INDEMNIFICATION**

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by law.

### ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation or any amendment to them. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 5th day of October 1996

Jorge E. Osorio  
Jorge E. Osorio

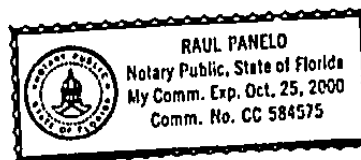
STATE OF FLORIDA     }  
COUNTY OF DADE     }     SS.

The foregoing was acknowledged before me this 5th day of October, 1996, by Jorge E. Osorio who is personally known to me or who has produced PL# 10260-425-77-163-0 as identification and who did/did not take an oath.

[Signature]  
NOTARY PUBLIC

NAME OF NOTARY: \_\_\_\_\_

COMMISSION NO.: \_\_\_\_\_



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DIVISION OF CORPORATIONS  
96 OCT 22 24 10:00

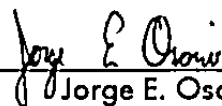
**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF  
PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS  
MAY BE SERVED.**

In pursuance to Chapter 48.091, Florida Statutes, the following is  
submitted in compliance with said Act.

THAT, **The Quad Group, Inc.** desiring to organize under the laws of  
the State of Florida, as a for profit organization, with its principal office at  
7133 S.W. 115th Place, Unit A, Miami, Florida 33173 hereby appoints Jorge  
E. Osorio as its agent to accept service of process within the State of Florida.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named  
corporation, at the place designated in this Certificate, I hereby accept to act  
in this capacity, and agree to comply with the provisions of said Act relative to  
keeping open said office.

  
\_\_\_\_\_  
Jorge E. Osorio