W. RODGERS MOORE, P.A. ATTORNEY AT LAW

4800 N. FEDERAL HIGHWAY SUITE 210-A

BOCA RATON, FLORIDA 33431

(561) 394-7910 FAX TELECOPIER (561) 393-6541

MAILING ADDRESS: P.O. Box 7073

BOCA RATON, FLORIDA 33431

DIRECT DIAL: (561) 394-7944

October 29, 1996

Secretary of State 409 E. Gaines St. Tallahassee, Florida 32314 Attn: Filing Dept.

800001994303---5 -11/01/96--01082--004 ****122.50 ****122.50

Re: SCP Commercial Printing. Inc.

Gentlemen:

Enclosed and filed herewith are the original and one copy of the Articles of Incorporation for the above captioned company.

Please acknowledge receipt on the enclosed copy and return it to me in the enclosed self-addressed, pre-paid envelope provided, together with the notice of document number.

Also enclosed is company check number 054433 in the amount of \$122.50 as the required fee for filing and certification.

Very truly yours,

W. RODGERS MOORE, P.A.

FILED SECRETARY OF STA DIVISION OF CORPORA

By:

W. Rodgers Moore, Esquire

WRM/dmc Enclosures

OIVSECRETATIONS
95 NOV - 1 PILLED STATE
ANTIONS
15 NOV - 1 PILLE 15

ARTICLES OF INCORPORATION

OF

SCP COMMERCIAL PRINTING, INC.

ARTICLE I NAME

The name of this corporation is: SCP Commercial Printing, Inc. The principal address is: 1100 Holland Drive, Boca Raton, Fl. 33427.

ARTICLE II PURPOSE

To engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of common stock, par value shall be \$0.001 per share.

The common stock of the corporation shall have the following characteristics:

- (a) At all meetings of the stockholders, the voting common stockholders shall be entitled to cast one (1) vote for each share of common stock owned. That a voting common stockholder is interested in a matter to be voted upon shall not disqualify him from voting thereon.
- (b) Except as otherwise provided by law, the entire voting power for the election of the directors and for all other purposes shall be vested exclusively in the holders of the outstanding voting common stock.

ARTICLE IV TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE V INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered age..t of this corporation is 4800 N. Federal Highway, Suite 210-A, Boca Raton, Florida 33431, and the name of the initial registered agent of this corporation is: W. Rodgers Moore. The Board of Directors may, from time to time, change the street and post office address of the corporation as well as the location of its principal office.

ARTICLE VI 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 in accordance with the By-Laws but shall never be less than one (1). The name and address of the initial director of this corporation is:

W. Rodgers Moore 7623 Sierra Terrace Boca Raton, Florida 33433

ARTICLE VII AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Inccrporation, or any amendment hereto, in the manner provided by law. The approval of holders of a majority of the shares of voting common stock shall be required for any amendment or repeal.

ARTICLE VIII CLASS VOTE

Any merger, reorganization, consolidation, recapitalization or dissolution of the Corporation shall require the approval of holders of a majority of the shares of voting common stock.

ARTICLE IX INCORPORATOR

The name and street address of the person signing these Articles is W. Rodgers Moore, 4800 N. Federal Highway, Suite 210-A Boca Raton, Florida 33432.

Subscriber and Registered Agent

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

Notary Public

(Print Name)

My Commission Expires:



SENON PHE. 15

Acceptance of Registered Agent

Having been designated to accept service of process for the above-stated corporation, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and to comply with all provisions of Section 607.325 of the Florida Statutes.

Registered Agent

STATE OF FLORIDA

) ss

COUNTY OF PALM BEACH

Before me, the undersigned authority, duly authorized to administer oaths and acknowledgements appeared W. Rodgers Moore who is personally known to me or who has produced his driver's license as identification and did (did not) take an oath.

Witnessed my hand and seal this day of Dowler 1996

NOTARY PUBLIC

My Commission Expires:



sirs\scpart.inc 10/24/96