

**P96000099058**

((H96000017121 0))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: ADVANCED GRAPHICS XPRESS, INC.

AUDIT NUMBER.....H96000017121

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 8

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TALLAHASSEE, FLORIDA

SECTION OF STATE  
TALLAHASSEE, FLORIDA

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*Paul  
12/9/94*

DEC-06-1996 13:56  
904-822-3709

EMPIRE CORPORATE KIT

P.01/89



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 6, 1996

EMPIRE

SUBJECT: ADVANCED GRAPHICS XPRESS, INC.  
REF: W96000025635

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Pamela Hall  
Document Specialist

FAX Aud. #: H96000017121  
Letter Number: 896A00054812

A large, stylized handwritten signature, possibly reading "A", in black ink.

H96000017121

ARTICLES OF INCORPORATION  
OF  
ADVANCED GRAPHICS XPRESS, INC.

FILED  
96 DEC -6 PM 5:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

This name of this corporation is ADVANCED GRAPHICS XPRESS, INC.

ARTICLE II

DURATION

This corporation has perpetual existence unless otherwise specified in the Articles of Incorporation.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, including but not limited to typesetting, printing, desktop publishing, and any and all legitimate business transacted under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of common stock, with a par value of One Dollar (\$1.00) per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6545 N.W. 2nd Street, Margate, Florida, 33063, and the name of the initial Registered Agent of this corporation is CYNTHIA L. TARPLEY.

Prepared By: IRVIN M. LADER, ESQ.  
5461 WEST ATLANTIC BLVD.  
MARGATE, FLORIDA 33063  
(954) 973-3303  
FBN: 259853

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INITIAL BOARD OF DIRECTORS

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This corporation shall have two (2) directors initially. The number of directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

CYNTHIA L. TARPLEY - DIRECTOR  
6545 N.W. 2ND STREET  
MARGATE, FL 33063

RAY E. TARPLEY - DIRECTOR  
6545 N.W. 2ND STREET  
MARGATE, FL 33063

ARTICLE VIIBYLAWS

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

ARTICLE VIIIRESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set next to their name:

CYNTHIA L. TARPLEY (70% of 500 shares) = 350 shares

RAY E. TARPLEY (30% of 500 shares) = 150 shares

(open shares = 500)

Shares held by the initial Shareholders listed above may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining Shareholders, or to this corporation. The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by a written agreement among all of the Shareholders and this corporation.

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ARTICLE IXCUMULATIVE VOTING

At each election for Directors, every Shareholder entitled to vote at each election shall have the right to cumulate his votes by giving one candidate as many votes as the number of Directors to be elected at that time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XCALLING FOR SPECIAL MEETINGS

Special meetings of the Shareholders may be called by not less than one tenth (1/10) of the shares entitled to vote.

ARTICLE XIAPPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the Shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XIIRIGHT OF SHAREHOLDERS TO DISSENT

The Shareholders of this corporation shall have the right to dissent from any corporate actions from which Shareholders are entitled to dissent under the Florida General Corporation Act, even though on the date fixed to determine the Shareholders entitled to vote on such corporation actions the shares of this corporation were registered on a national securities exchange or held of record by not less than one thousand (1,000) Shareholders.

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**ARTICLE XIII****MEETINGS BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each Director.

**ARTICLE XIV****AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Shareholders is subject to this reservation

**ARTICLE XV****INDEMNIFICATION**

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE XVI****INCORPORATORS**

The initial subscribers to this corporation are:

CYNTHIA L. TARPLEY  
6545 N.W. 2ND STREET  
MARGATE, FL 33063

RAY E. TARPLEY  
6545 N.W. 2ND STREET  
MARGATE, FL 33063

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ARTICLE XVII

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OFFICERS

The initial officers of this corporation are:

CYNTHIA L. TARPLEY - PRESIDENT  
6546 N.W. 2ND STREET  
MARGATE, FL 33063

RAY E. TARPLEY - SECRETARY/TREASURER  
6546 N.W. 2ND STREET  
MARGATE, FL 33063

IN WITNESS WHEREOF, the undersigned subscribers have executed  
these Articles of Incorporation on this the 3 day of  
December, 1996.

  
CYNTHIA L. TARPLEY

  
RAY E. TARPLEY

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EMPIRE CORPORATE KIT  
ARTICLE XXII

P.02/09

OFFICERS

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The initial officers of this corporation are:

CYNTHIA L. TARPLEY - PRESIDENT  
6545 N.W. 2ND STREET  
MARGATE, FL 33063

RAY E. TARPLEY - SECRETARY/TREASURER  
6545 N.W. 2ND STREET  
MARGATE, FL 33063

IN WITNESS WHEREOF, the undersigned subscribers have executed  
these Articles of Incorporation on this the 3 day of  
December, 1996.

Cynthia L. Tarpley  
CYNTHIA L. TARPLEY

Ray E. Tarpley  
RAY E. TARPLEY

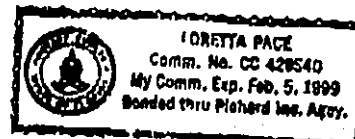
STATE OF FLORIDA     )  
                              )SS  
COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority, authorized to take  
acknowledgments in the State of Florida, personally appeared  
CYNTHIA L. TARPLEY and RAY E. TARPLEY, to me well known, and  
acknowledged before me that they executed the foregoing as their  
act and deed.

SWORN TO AND SUBSCRIBED before me on this the 3 day of  
December, 1996.

Loretta Pace  
Notary Public, State of FL

My commission expires:



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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for ADVANCED GRAPHICS XPRESS, INC., a Florida corporation, located at 6546 N.W. 2nd Street, Margate, Florida, 33063, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statute relative to keeping open said office for service of process.

*Cynthia L. Tarpley*  
CYNTHIA L. TARPLEY

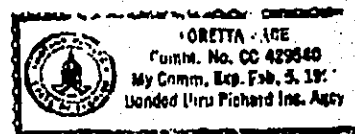
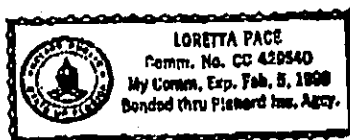
STATE OF FLORIDA     )  
                              )SS  
COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority, personally appeared CYNTHIA L. TARPLEY, to me well known, and known to me to be the person who executed the foregoing Acceptance by Registered Agent, and he acknowledged to and before me, according to law, that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this the 3 day of December, 1996.

*Loretta Pace*  
Notary Public, State of FL

My commission expires:



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