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JERRY KAHN ESQUIRE
ATTORNEY AT LAW

BX 11-4213
1111 71 Street
Miami Beach, FL 33141

Tel 305 861-3606
Fax 305 868-3623

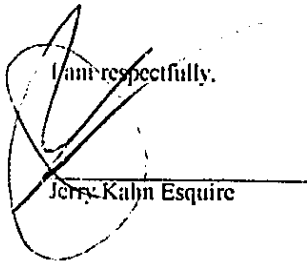
Corporate Records
Florida Department of State
Box 6327
Tallahassee, Florida 32314

Re: Incorporation
ARTCOLOR INC.

Sir:

Enclosed you will find two executed articles of incorporation for the above corporation and my firm check in the amount of \$122.50.

Please incorporate and return executed articles with certificate from the Secretary of State.

I am respectfully,

Jerry Kahn Esquire

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****122.50 ****122.50

FILED
96 DEC -9 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12.10.96
KR

ARTCOLOR INC.
CORPORATE ARTICLES

FILED
96 DEC -9 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, subscriber to these articles of incorporation, a natural person competent to contract, has executed these articles for the formation of a corporation under Florida law.

The name of the corporation shall be ARTCOLOR INC.

The corporation shall be organized to have a maximum of 100 shares of stock outstanding at any one time.

The shares of the outstanding stock shall have a par value of \$1.00 per share.

The corporation may engage in any activity or business permitted in Florida.

The initial address of the principal office and registered office and the name of the registered agent shall be STEPHAN A. TUCHMAN located at 625 SW 9th Terrace, Pompano Beach, FL 33069. The board of directors shall from time to time move the office of the registered agent to any address in Florida.

Initially the corporation shall have 1 director and their number shall be increased or diminished from time to time by the by-laws adopted by the shareholders.

The amount of capital which the corporation shall begin business is \$501.00.

The corporation shall exist perpetually.

The name and address of the first board of directors is STEPHAN A. TUCHMAN located at 625 SW 9th Terrace, Pompano Beach, FL 33069.

The name and post office address of the subscriber to these articles of incorporation and the number of shares he has agreed to take is STEPHAN A. TUCHMAN located at 625 SW 9th Terrace, Pompano Beach, FL 33069, 100 shares.

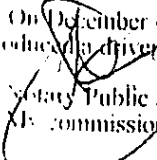
These articles of incorporation may be amended in any manner provided by law. Every amendment shall be approved by the board of directors, proposed to them by the shareholders and approved at a shareholders' meeting by a majority of shares entitled to vote thereon, unless the shareholders and directors sign a written statement manifesting their intention that a certain amendment to these articles be made.

SUBSCRIBER

CITY OF FLORIDA
COUNTY OF DADE


STEPHAN A. TUCHMAN

On December 4, 1996, STEPHAN A. TUCHMAN, acknowledged the foregoing instrument before me I produced a driver's license as identification and took an oath.


Notary Public State of Florida
My commission expires.

DESIGNATION OF REGISTERED OFFICE AND REGISTERED AGENT

First that ARTCOLOR INC., a corporation desiring to organize and qualify under the laws of Florida with principal place of business in the city of Pompano Beach, Florida, has named, STEPHAN A. TUCHMAN located at 625 SW 9th Terrace, Pompano Beach, FL 33069 as its agent to accept service of process in the state of Florida.


President STEPHAN A. TUCHMAN

December 4, 1996

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designated in the certificate I hereby agree to act in this capacity and I further agree to comply with the provisions of all rules of law to the proper and complete performance of my duties.


REGISTERED AGENT
STEPHAN A. TUCHMAN

December 4, 1996