

P96000099844

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

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-11/26/96--01049--011
*****78.50 *****78.50

Subject: *Group Company*
S & S Publishing Group, Inc.

Enclosed please find an original copy of the articles of incorporation for the above corporation and a check in the amount of \$78.50 (Filing fee & Certificate).

From: Lewis Consulting Group Inc.
10825B NW 27th Ave.
Miami, FL 33167

(305) 769-9333

FILED
96 DEC 11 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WLB-25201

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 3, 1996

LEWIS CONSULTING GROUP, INC.
10825B NW 27TH AVE.
MIAMI, FL 33167

SUBJECT: S & S PUBLISHING COMPANY, INC.
Ref. Number: W96000025201

We have received your document for S & S PUBLISHING COMPANY, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 296A00054146

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

Subject: **S & S Publishing Group, Inc.**
Letter # 296A00054146
Ref # W96000025201

Enclosed please find an 2 original copies of the articles of incorporation for the above corporation. We are resubmitting the appropriate corrections.

From: **Lewis Consulting Group Inc.**
10825B NW 27th Ave.
Miami, Fl. 33167

(305) 769-9333

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of
of
S & S PUBLISHING GROUP, INC.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these Articles of Incorporation for the purpose of forming a for-profit corporation:

ARTICLE I

Name

The name and address of the Corporation shall be:

S&S PUBLISHING GROUP.
14765 N.E. 10 AVE., MIAMI , FL. 33161

ARTICLE II

Purpose

The purpose of this corporation is and shall be:

TO PROVIDE PUBLISHING SERVICES

ARTICLE III

Authorized Capital

The corporation is authorized to issue one class of stock, that being 1,000 (one thousand) share of \$1.00 par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

ARTICLE IV

Registered Agent

The name and address of this initial registered agent is:

Suzette A. Kelly

14765 NE 10th Ave. Miami, Fl. 33161

ARTICLE V

Incorporator

The name and address of the incorporator of this corporation is:

Suzette A. Kelly

14765 NE 10th Ave. Miami, Fl. 33161

ARTICLE VI

Liability of Director

No director shall be held liable the company or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

ARTICLE VII

Initial Board of Directors

The number of directors constituting the initial Board of Directors of the Corporation shall be One (1). The name and address of the Director who shall act until their first meeting as Directors or until successors are duly chosen and qualified are:

Suzette A. Kelly

14765 NE 10th Ave. Miami, Fl. 33161

ARTICLE VIII

Purpose

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof.

IN WITNESS WHEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation on the date below. The undersigned incorporator hereby, under the penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least 18 years of age. Dated this 5th day of

December 1996.

Burt A. Kelly
Incorporator

Title

President

**Certificate of Designation
of Registered Office and Registered Agent**

Pursuant to the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida declares, submits the following statement in designating the registered office and registered agent, in the State of Florida

1. The name and address of the corporation's registered agent and registered office is

Suzette A. Kelly

14765 NE 10th Ave.
Miami, Fl. 33161

The name of the corporation is: S & S Publishing Group, Inc.

Having been named as the registered agent and to accept service of process for the above stated corporation at the place of designation 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 a registered agent.

Signature of Registered Agent:

Suzette A. Kelly

Date of Signature:

12/05/96

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 DEC 11 AM 9:51

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