

96000103771

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 222-1092

City State Zip Phone

CORPORATION(S) NAME

EFFECTIVE DATE
01/01/97

FILED
96 DEC 27 PM 1:37
TALLAHASSEE, FLORIDA

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Mega Direct, Inc.

Profit Arts of Inc.

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|--|---|---|
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Limited Liability Co. | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other UCC Filing |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| | | <input type="checkbox"/> Fic. Name |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
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New Filing

CR2E031 (1-89)

Please see Effective Date: 1-1-97

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
MEGA DIRECT, INC.

EFFECTIVE DATE
01/01/97

FILED
96 DEC 27 PM 1:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 607.0401 IS: MEGA DIRECT, INC..

SECOND: THE STREET ADDRESS OF THE INITIAL PRINCIPAL OFFICE AND, IF DIFFERENT, THE MAILING ADDRESS OF THE CORPORATION IS: 2100 A PALMETTO STREET, CLEARWATER, FLORIDA 34625.

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS: ONE THOUSAND SHARES AT A PAR VALUE OF ONE DOLLAR.

FOURTH: PROVISIONS GRANTING PREEMPTIVE RIGHTS ARE: NONE

FIFTH: PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE: SET FORTH IN THE BYLAWS

SIXTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS C/O C T CORPORATION SYSTEM, 1200 SOUTH PINE ISLAND ROAD, CITY OF PLANTATION, FLORIDA 33324, AND THE NAME OF ITS REGISTERED AGENT AT SUCH ADDRESS IS C T CORPORATION SYSTEM.

SEVENTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS THREE, AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE:

NAME	ADDRESSES
ROBERT A. KAHLOR	333 W. STATE STREET, MILWAUKEE, WI 53203
STEVEN J. SMITH	333 W. STATE STREET, MILWAUKEE, WI 53203
STEPHEN O. HUHTA	600 INDUSTRIAL DRIVE, PO BOX 691, WAUPACA, WI 54981

EIGHTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

<u>NAME</u>	<u>ADDRESSES</u>
JENNIFER KRANZ	208 S. LASALLE STREET, CHICAGO, IL 60606
MEEGHAN O'DONNELL	208 S. LASALLE STREET, CHICAGO, IL 60606

NINTH: THESE ARTICLES OF INCORPORATION SHALL BE EFFECTIVE AT 12:01 A.M. ON JANUARY 1, 1997.

THE UNDERSIGNED HAVE EXECUTED THESE ARTICLES OF INCORPORATION

THIS 26 TH DAY OF December, 1996

SIGNATURE/TITLE

Jennifer Kranz
JENNIFER KRANZ, INCORPORATOR

Meghan O'Donnell
MEEGHAN O'DONNELL, INCORPORATOR

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION 607.0501 (3) F.S.: C T CORPORATION SYSTEM IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

C T CORPORATION SYSTEM

DATED December 26

, 19 96 .

BY

Francis P. Regan
Francis P. Regan , ASST. SECRETARY