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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: ~~JOSEPH C. RODRIGUEZ~~

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: MARIELA GRAPHICS, INC.

AUDIT NUMBER.....H97000007296

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

CERT. OF STATUS...1

PAGES..... 4

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ARTICLES OF INCORPORATION

Article I. Name

EFFECTIVE DATE

4/30/97

The name of this Florida corporation is:
Mariela Graphics, Inc.

Article II. Address

The mailing address of the Corporation is:
Mariela Graphics, Inc.
c/o Commerce Pointe, Suite 400
1818 South Australian Avenue
West Palm Beach FL 33409

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Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
E. Scott Schroeder
Commerce Pointe, Suite 400
1818 South Australian Avenue
West Palm Beach FL 33409

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Robin Calabrese

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

E. Scott Schroeder | FL Bar Member 386103
Law Office of Scott Schroeder
Commerce Pointe, Suite 400
1818 South Australian Avenue
West Palm Beach FL 33409
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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

E. Scott Schroeder
Law Office of Scott Schroeder
Commerce Pointe, Suite 400
1818 South Australian Avenue
West Palm Beach FL 33409

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective April 30, 1997

The undersigned incorporator executed these Articles of Incorporation on
April 30, 1997



E. SCOTT SCHROEDER
Brian R. Fons as attorney-in-fact

E. Scott Schroeder / FL Bar Member 386103
Law Office of Scott Schroeder
Commerce Pointe, Suite 400
1818 South Australian Avenue
West Palm Beach FL 33409
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

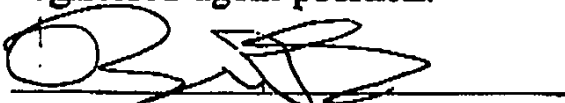
CORPORATION:

Mariela Graphics, Inc.

REGISTERED AGENT/OFFICE:

E. Scott Schroeder
Commerce Pointe, Suite 400
1818 South Australian Avenue
West Palm Beach FL 33409

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



E. Scott Schroeder
Brian R. Fons as attorney-in-fact

Date: May 2, 1997

E. Scott Schroeder | FL Bar Member 386103
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