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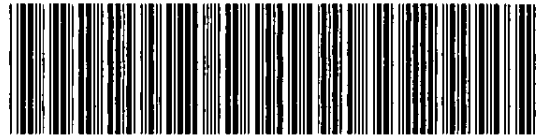
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**BAKER
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BEARMAN, CALDWELL
& BERKOWITZ, PC

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February 12, 2009

Via Federal Express

Department of State - Corporations Division
Corporate Filings
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

RE: AXSA Document Solutions, Inc. (the "Company")

Dear Sir or Madam:

Enclosed please find for filing in your office with respect to the above-referenced corporation the following documents:

1. Amended and Restated Articles of Incorporation of the Company along with one copy of such articles and a check for \$35 to cover the filing fees.
2. Articles of Amendment to the Amended and Restated Articles of Incorporation of the Company along with one copy of such articles and a check for \$35 to cover the filing fees.

Please return file stamped copies of these documents to me at the address listed above.

Please contact me if you have questions or need additional information. Thank you for your cooperation in this matter.

Sincerely,

BAKER, DONELSON, BEARMAN,
CALDWELL & BERKOWITZ, PC



Valerie P. Woodrick

Enclosures

A ADB 1939482 v1
2912800-000001 2/6/2009

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
AXSA DOCUMENT SOLUTIONS, INC.
(A FLORIDA CORPORATION)**

AXSA DOCUMENT SOLUTIONS, INC. (the "Corporation"), a corporation organized and existing under the laws of the State of Florida, does hereby certify as follows:

(a) The name of the Corporation is AXSA Document Solutions, Inc. The original Articles of Incorporation of the Corporation were filed with the office of the Secretary of State of the State of Florida on July 10, 1997.

(b) These Amended and Restated Articles of Incorporation were duly adopted in accordance with the provisions of Section 607.1007 of the Florida Business Corporation Act (the "Act").

(c) The text of the Articles of Incorporation is amended and restated in its entirety as follows:

I.

The name of the Corporation is AXSA Document Solutions, Inc. (the "Corporation")

II.

(a) The total number of shares of all classes of equity securities which the Corporation shall have authority to issue is 30,000,000, divided as follows:

- (i) 25,000,000 shares of common stock, \$0.001 par value ("Common Stock");
- (ii) 5,000,000 shares of preferred stock, \$0.001 par value ("Preferred Stock").

(b) The Board of Directors is authorized, subject to limitations prescribed by law and the provisions of these Articles of Incorporation, to provide for the issuance of shares of Preferred Stock in series, and by filing a certificate or articles of amendment, as applicable, pursuant to the applicable law of the State of Florida, to establish from time to time the number of shares to be included in each such series, and to fix the designation, powers, preferences and rights of the shares of each such series and the qualifications, limitations or restrictions thereof.

(c) The authority of the Board of Directors with respect to each series of Preferred Stock shall include, but shall not be limited to, determination of the following:

(i) The number of shares constituting that series and the distinctive designation of that series; and

(ii) The dividend rate on the shares of that series, whether dividends shall be cumulative, and, if so, from which date or dates, and the relative rights of priority, of any, of payment of dividends on shares of that series. Dividends on outstanding shares of Preferred Stock shall be paid or declared and set apart for payment before any dividends shall be paid or

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declared and set apart for payments on the Common Stock with respect to the same dividend period; and

(iii) Whether that series shall have voting rights, in addition to the voting rights provided by law, and, if so, the terms of such voting rights; and

(iv) Whether that series shall have conversion privileges, and, if so, the terms and conditions of such conversion, including provision for adjustment of the conversion rate in such events as the Board of Directors shall determine; and

(v) Whether or not shares of that series shall be redeemable, and, if so, the terms and conditions of such redemption, including the date or dates upon or after which they shall be redeemable, and the amount per share payable in case of redemption, which amount may vary under different conditions and at different redemption dates; and

(vi) Whether that series shall have a sinking fund for the redemption or purchase of shares of that series and, if so, the terms and amount of such sinking fund; and

(vii) The rights of the shares of that series in the event of voluntary or involuntary liquidation, dissolution or winding up of the Corporation, and the relative rights of priority, if any, of payment of shares of that series; and

(viii) Any other relative rights, preferences and limitations of that series.

(d) Effective upon the filing of these Amended and Restated Articles of Incorporation (the "Effective Date"), the Corporation hereby effects a stock split on the basis of fifty thousand (50,000) shares of Common Stock for each one (1) share of Common Stock issued and outstanding (the "Stock Split"). Immediately as of the Effective Date, and without any action by the holders of outstanding Common Stock, outstanding certificates representing the Common Stock shall represent for all purposes shares of Common Stock of the Corporation in the ratio of fifty thousand (50,000) shares of Common Stock for each one (1) share of Common Stock issued and outstanding, all by virtue of the Stock Split and without any action on the part of the holder of such Common Stock.

III.

(a) A director of the Corporation shall not be liable to the Corporation or its shareholders for monetary damages for any action taken, or any failure to take any action, as a director, except as otherwise provided in Section 607.0831 of the Act. If the Act is amended to further eliminate or limit the liability of a director, then a director of the Corporation, in addition to the circumstances in which a director is not personally liable as set forth in the preceding sentence, shall be not liable to the fullest extent permitted by the Act, as it may be amended from time to time.

(b) Any repeal or modification of this Article by the shareholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

IV.

(a) The Corporation shall indemnify any person who is, was or may become a party to (which shall include, for purposes of this Article, the giving of testimony or similar involvement) or is threatened to be made a party to or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (hereinafter a "proceeding"), by reason of the fact that such person was or is an "authorized representative" (as defined below) of the Corporation against expenses (which shall include attorneys' fees), judgments, ERISA excise taxes or penalties, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such proceeding to the fullest extent permitted under the Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than were permitted prior to such amendment). As used in this Article IV, the term "authorized representative" shall mean a director, officer, employee or agent of the Corporation or a majority-owned subsidiary of the Corporation, or a person serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect of employee benefit plans.

(b) In any instance where the laws of the State of Florida permit indemnification to be provided to any person who is or has been an "authorized representative," as defined above, of any such other enterprise only on a determination that certain specified standards of conduct have been met, upon application for indemnification by any such person the Corporation shall promptly cause such determination to be made (i) by the Board of Directors by majority vote of a quorum consisting of directors not at the time parties to the proceeding; (ii) if a quorum of the Board of Directors cannot be obtained, by majority vote of a committee duly designated by the Board of Directors (in which designation directors who are parties may participate), consisting solely of two or more directors not at the time parties to the proceeding; (iii) by special legal counsel selected by the Board of Directors or its committee in the manner prescribed in (i) or (ii), or if a quorum of the Board of Directors cannot be obtained under (i), and a committee cannot be designated under (ii), selected by majority vote of the full Board of Directors (in which selection directors who are parties may participate); or (iv) by the shareholders, but shares owned by or voted under the control of directors who are at the time parties to the proceeding may not be voted in the determination.

CERTIFICATE PURSUANT TO SECTION 607.1007 OF THE ACT

These Amended and Restated Articles of Incorporation amend and restate the Articles of Incorporation and all amendments and corrections thereto. In accordance with Sections 607.1003, 607.1006 and 607.1007 of the Act: (a) the Board of Directors the Corporation has duly approved and adopted these Amended and Restated Articles of Incorporation, and (b) the shareholders of the Corporation have duly approved and adopted these Amended and Restated Articles of Incorporation by casting that number of votes sufficient for approval, each as of February 11, 2009.

IN WITNESS WHEREOF, the Corporation has caused these Amended and Restated Articles of Incorporation to be executed as of February 11, 2009.

AXSA DOCUMENT SOLUTIONS, INC.

By: Robert McDermott
Robert McDermott, President