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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: MEGACOLOR CREATIVE GROUP, INC.  
AUDIT NUMBER.....H97000017295  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

October 17, 1997

**EMPIRE**

**SUBJECT: MEGACOLOR CREATIVE GROUP, INC.**  
**REF: W97000029760**

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of 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 (850) 487-6919.

Beth Register                      FAX Aud. #: H97000017295  
Corporate Specialist Supervisor      Letter Number: 097A00050871

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**ARTICLES OF INCORPORATION  
OF  
MEGACOLOR CREATIVE GROUP, INC.**

The undersigned subscribers to these Articles of Incorporation; natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of the corporation shall be:

**MEGACOLOR CREATIVE GROUP, INC.**

**ARTICLE II. NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time in One Hundred (100) shares of common stock having a par value of \$1.00 per share. The corporation will begin business with One Hundred dollars (\$100.00).

David A. Kobrin, P.A.  
8900 S.W. 107th Avenue, #206  
Miami, FL 33176  
(305)596-0124  
FL Bar No. 226459

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TALLAHASSEE, FLORIDA

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ARTICLE IV. ADDRESS

The street address of the initial principal office of the corporation shall be 8900 S.W. 107th Avenue, #206, Miami, Florida 33176, and the name of the initial registered agent of the corporation at the aforesaid address is David A. Kobrin.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash or any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

It is the intent of the incorporators that the corporation may qualify under section 1244 of the Internal Revenue Code and that the corporation will file as a Subchapter S. corporation.

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ARTICLE VIII DIRECTORS

This corporation shall have three directors, initially. The name and street address of the initial member of the Board of Directors is:

Joseph W. Pender, Jr.	19676 N.W. 86th Court Miami Lakes, FL 33015
Tony A. Wynter	2431 S.W. 84th Terrace Miramar, FL 33025
Rickie D. Regist	2755 N.W. 198th Terrace Carol City, FL 33056

ARTICLE IX OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until successors are elected or appointed is:

**President/Secretary**

Joseph W. Pender, Jr.	19676 N.W. 86th Court Miami Lakes, FL 33015
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**Vice-President**

Tony A. Wynter	2431 S.W. 84th Terrace Miramar, FL 33025
----------------	---

**Treasurer**

Rickie D. Regist	2755 N.W. 198th Terrace Carol City, FL 33056
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**ARTICLE X SUBSCRIBER**

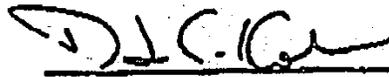
The name and street address of the subscriber of these Articles of Incorporation

is:

David A. Kobrin

8900 S.W. 107th Ave., #206  
Miami, FL 33176

IN WITNESS WHEREOF, the undersigned has hereunto set his hand seal  
on  
this 15 day of Oct, 1997.

  
\_\_\_\_\_  
DAVID A. KOBRIN

STATE OF FLORIDA

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of October  
1997.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of  
Florida

My Commission Expires:

OFFICIAL NOTARY SEAL  
CHERYL ELIZABETH PENDLETON  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC340359  
MY COMMISSION EXP. JAN. 6, 1998

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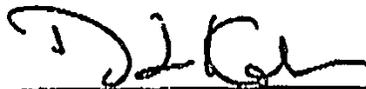
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First-That MEGACOLOR CREATIVE GROUP, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Miami, County of Dade, State of Dade, State of Florida, has named David A. Kobrin located at 8900 S.W. 107th Avenue, #206, Miami, Florida 33176, County of Dade, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



**RESIDENT AGENT**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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