

10/27/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: ~~POSEIDON GRAPHICS, INC.~~

PHONE: (305)672-0686

Graf Kuroda

FAX #: (305)672-9110

NAME: POSEIDON GRAPHICS, INC.

AUDIT NUMBER.....H97000017857

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

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

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**FLORIDA DEPARTMENT OF STATE****Sandra B. Morham**
Secretary of State

October 29, 1997

CORPORATE CREATIONS INTERNATIONAL INC.**SUBJECT: POSEIDON GRAPHICS, INC.**
REF: H97000024557

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

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

If you have any further questions concerning your document, please call (850) 467-6924.

Sharon Tala
Document Specialist Supervisor

FAX Aud. #: H97000017857
Letter Number: 887A00052422

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

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

Article II. Address

The mailing address of the Corporation is:
Poseidon Graphics, Inc.
3128 N.W. 95th Avenue
Coral Springs FL 33065

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Fred Barca
3128 N.W. 95th Avenue
Coral Springs FL 33065

Article IV. Board of Directors

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

Fred Barca
Deborah Barca

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.

Corporate Creations International Inc.
941 Fourth Street, 2nd Floor
Miami Beach FL 33139
(305) 672-0686

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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:
Corporate Creations International Inc.
941 Fourth Street, 2nd Floor
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 27, 1997.

The undersigned incorporator executed these Articles of Incorporation on October 27, 1997.


CORPORATE CREATIONS INTERNATIONAL INC.
Greg K. Kuroda Vice President

Corporate Creations International Inc.
941 Fourth Street, 2nd Floor
Miami Beach FL 33139
(305) 672-0886

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

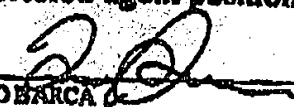
CORPORATION:

Poseldon Graphics, Inc.

REGISTERED AGENT/OFFICE:

Fred Barca
3128 N.W. 95th Avenue
Coral Springs FL 33065

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.


FRED BARCA

Date: October 27, 1997

Corporate Creations International Inc.
941 Fourth Street, 2nd Floor
Miami Beach FL 33139
(305) 672-0000

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PAGE 05

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