

KIRKPATRICK & LOCKHART LLP

MIAMI CENTER-20TH FLOOR
201 SOUTH BISCAYNE BOULEVARD
MIAMI, FLORIDA 33131-2399

TELEPHONE (305) 539-3300
FACSIMILE (305) 358-7195

JAN E. BLANCK
(305) 539-3364
BLANCKJE@KL.COM

December 17, 1997

Ms. Karen Beyer
Bureau Chief
Secretary of State of Florida/Corporations Division
409 East Gaines Street
Tallahassee, Florida 32399

300002377773--0
-12/19/97--01066--002
***122.50 ***122.50

Re: Arthurs' Paperhouse, Inc.

Ladies and Gentlemen:

Enclosed for filing with your office are Articles of Incorporation, in duplicate, prepared for Arthurs' Paperhouse, Inc. Also enclosed is our check in the amount of \$122.50 in payment of filing fees, registered agent fees and a certified copy of the Articles. Please return the Articles to me.

Thank you for your cooperation with this matter.

Sincerely,


Jan E. Blanck,
Lawyer's Assistant to Gayle E. Miller

FILED
97 DEC 19 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

cc: Gayle E. Miller, Esq.

MI-52942.01

12/22/97
JEM

ARTICLES OF INCORPORATION

OF

ARTHURS' PAPERHOUSE, INC.

The undersigned, acting as incorporator of Arthurs' Paperhouse, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is Arthurs' Paperhouse, Inc.

ARTICLE II

ADDRESS

The street address of this Corporation shall be 3475 NW 60th Street, Miami, Florida 33142.

ARTICLE III

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE IV

PURPOSE

The purpose of the Corporation shall be to engage in any and all business permitted according to the laws of the United States and Florida.

ARTICLE V

CAPITAL STOCK

The maximum number of shares of stock which this Corporation is authorized to issue is 10,000 shares of common stock having a par value of \$.01 per share.

FILED
97 DEC 19 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the Corporation's registered office shall be 3475 NW 60th Street, Miami, Florida 33142, and the registered agent for the Corporation at that address shall be George Michael Arthur, Sr.

ARTICLE VII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
George Michael Arthur, Sr.	3475 Northwest 60 th Street Miami, Florida 33142

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16 day of December, 1997.

George Michael Arthur Sr.
George Michael Arthur, Sr.,
Incorporator

CERTIFICATE OF REGISTERED AGENT

OF

ARTHURS' PAPERHOUSE, INC.

Having been named to accept service of process for Arthurs' Paperhouse, Inc., at the place designated in the foregoing Articles of Incorporation, George Michael Arthur, Sr. agrees to act in this capacity and is familiar with and accepts the obligations provided in Section 607.0505 of the Florida Business Corporation Act.

DATE: Dec. 16, 1997

George Michael Arthur Sr.
George Michael Arthur, Sr.

FILED
97 DEC 19 AM 11:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA