

P 98000018134

February 18, 1998

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

500002439955--7

-02/25/98--01004--004

***157.50 ***122.50

RE: FILING ARTICLES OF INCORPORATION;
AMENDMENT OF ARTICLES, CHANGE OF NAME

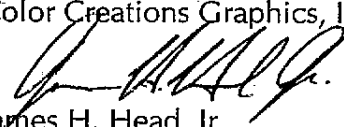
Enclosed, please find two Articles: 4

1. Articles of Amendment to the Articles of Incorporation of Color Creations Graphics, Inc. to change its name to HLP, Inc; and,
2. Articles of Incorporation to establish a new corporation, whose name shall be Color Creations Graphics, Inc.

Please file these articles simultaneously so that the name "Color Creations Graphics, Inc." is not lost to a third party. The filing fees for these articles are \$35.00 for the Articles of Amendment, and \$122.50 for the Articles of Incorporation. Accordingly, a check is enclosed for \$157.50 to pay the fees for this entire transaction.

If there are any questions or concerns, please call me.

Thank You,
Color Creations Graphics, Inc.


James H. Head, Jr.
Incorporator

Enclosures

F. CHESSE

FEB 25 1998

FILED
98 FEB 25 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 FEB 23 AM 9:53

DIVISION OF CORPORATIONS

654461

ARTICLES OF INCORPORATION
OF
COLOR CREATIONS GRAPHICS, INC.

FILED
98 FEB 25 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation shall be Color Creations Graphics, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be 25, of February, 1998. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the business of wholesale and retail sales of goods, the provision of diverse services, for transacting any and all other business and activities, and for engaging in the transaction of any and all business activities permitted under Chapter 607, Florida Statutes, and laws of United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 1000 shares of one dollar (\$1.00) par value common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of thirty days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any

further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions
Imposed By This Corporation's Articles Of Incorporation, A Copy
Of Which Is On File At This Corporation's Principal Office."

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be one (1). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than two. The directors of the corporation shall be elected at the annual meeting of the shareholders and directors, as specified in the By-Laws. The election of directors shall be by majority vote.

Any director may be removed from office at any time with or without cause by the affirmative majority vote of the outstanding shares.

The names and addresses of the individuals who shall serve as members of the Initial Board Of Directors are:

James H. Head, Jr.
882 N. Fox Meadow Terrace
Crystal River, Florida 34442

ARTICLE VIII. QUORUM AND MEETINGS

A quorum for the transaction of business at any meeting of the board of directors shall exist if fifty-one percent (51%) of the total number of directors shall be present at the meeting, in person or by proxy.

ARTICLE IX. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE X. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office shall be: 6332 S. Tex Point, Homosassa, Florida 34446.

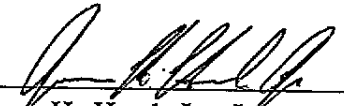
The name of the individual who shall serve as this corporation's initial registered agent and the address therefor is: James H. Head, Jr., 882 N. Fox Meadow Terrace, Crystal River, Florida 34429.

ARTICLE XI. INCORPORATOR

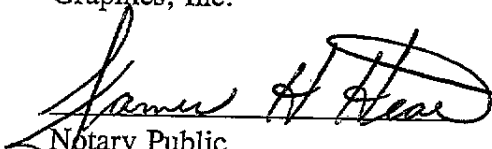
The name and address of the individual who shall serve as this corporation's incorporator is: James H. Head, Jr., 882 N. Fox Meadow Terrace, Crystal River, Florida 34429.

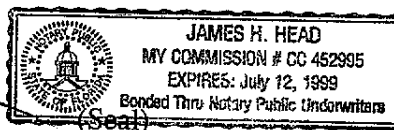
ARTICLE XII. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. This power to adopt, amend, alter or repeal the Articles of Incorporation of this corporation shall be vested in the Board of Directors by a unanimous vote. Any rights conferred upon the shareholders shall be subject to this reservation.

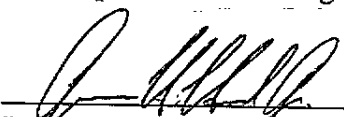

James H. Head, Jr., Incorporator
State of Florida
County of Citrus

On February 18, 1998, James H. Head, Jr., designated above as the individual who shall serve as this corporation's incorporator, and personally known to me, personally appeared before me and signed and acknowledged signing these Articles Of Incorporation of Color Creations Graphics, Inc.


Notary Public



I hereby accept my designation as registered agent and agree to serve as the registered agent of Color Creations Graphics, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Color Creations Graphics, Inc.


James H. Head, Jr., Registered Agent

FILED
98 FEB 25 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA