

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 JUN 12 PM 3:21

P980000053001

Shelf Express Digital  
Imaging Inc.

100002558821--0

-06/12/98--01032--009

\*\*\*\*122.50 \*\*\*\*122.50

**EFFECTIVE DATE**

06-11-98

Signature \_\_\_\_\_

Requested by: Cher

Name

Date

Time

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

DIVISION OF CORPORATION

98 JUN 12 PM 1:45

RECEIVED

RP  
06-12-98

**ARTICLES OF INCORPORATION  
OF  
SHEFF EXPRESS DIGITAL IMAGING, INC.**

FILED 1  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 JUN 12 PM 3:21

I, the undersigned, hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

**ARTICLE I**

**Name and Mailing Address**

The name of this corporation shall be:

**Sheff Express Digital Imaging, Inc.**

The address of the principle office and the mailing address of this corporation are:

25 Second Street North, Suite #160  
St. Petersburg, Florida 33701

**ARTICLE II**

**Existence of Corporation**

**EFFECTIVE DATE**

06-11-98

This corporation shall begin existence on June 11, 1998 and shall have perpetual existence.

**ARTICLE III**

**Purposes**

This corporation may engage in the transaction of any or all-lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE IV**

**Powers**

The corporation shall have all such powers as may be necessary or desirable to carry out the business of the Corporation, including, but not limited to all those powers enumerated by 607.0302, Florida Statutes (1993), as may be amended from time-to-time.

## ARTICLE V

### Capital Stock

- a) The corporation shall have a single class of common stock, all having the same rights and privileges.
- b) The total number of shares of stock authorized to be issued by the corporation shall be 100 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, by promissory note, in property, in labor or services actually performed for the Corporation or promised to be performed as evidenced by a written contract valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.
- c) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote such election.
- d) There shall be no preemptive rights granted to the holders of any stock in the corporation.

## ARTICLE VI

### Registered Office and Registered Agent

The street address of the corporation's initial registered office is:

25 Second Street North, Suite #160  
St. Petersburg, Florida 33701

And the name of the corporation's initial agent at such address is:

Harold Jones

The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statute (1993), as may be amended from time-to-time.

## ARTICLE VII

### Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be three (3) and the name and address of each person who is to serve a member thereof are as follows:

Name	Address
Gary A. Sheffield	25 Second Street North Suite #160 St. Petersburg, Florida 33701
Betty Jones	25 Second Street North Suite #160 St. Petersburg, Florida 33701
Harold Jones	25 Second Street North Suite #160 St. Petersburg, Florida 33701

The number of directors constituting any subsequent Board of Directors shall be determined in accordance with the Bylaws of the corporation and without amendment to these Articles of Incorporation.

**ARTICLE VIII****Incorporators**

The name and address of each incorporator of this corporation is as follows:

Name	Address
Harold Jones	25 Second Street North Suite #160 St. Petersburg, Florida 33701

**ARTICLE IX****Indemnification**

The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by Section 607.0850, Florida Statutes (1993), as amended from time-to-time.

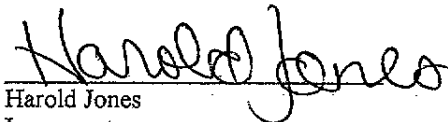
**ARTICLE X****Control Share Acquisitions**

The corporation does hereby elect, pursuant to Subsection 607.0902(s), Florida Statutes (1993), to exempt itself from the provisions pertaining to control share acquisitions as contained in Sections 607.0902, 607.1301, 607.1302, and 607.1320, Florida Statutes (1993).

**ARTICLE XI****Amendment of Articles of Incorporation**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.

  
Harold Jones  
Incorporator

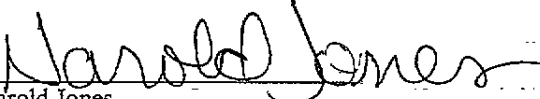
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 JUN 12 PM 3:21

### Acceptance of Registered Agent

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 607.0505, Florida Statutes (1993).

Dated this 11<sup>th</sup> day June 1998,

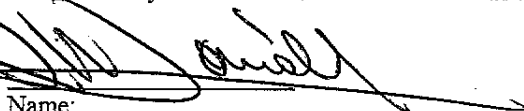


Harold Jones  
Registered Agent

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, this 11th day of June 1998, personally appeared Harold Jones, to me well known to be the person described in and who signed the forgoing Articles of Incorporation and Acceptance of Registered Agent, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.



Name: \_\_\_\_\_  
Notary Public for State of Florida (SEAL)

Personally Known \_\_\_\_\_

ID Produced \_\_\_\_\_

My Commission Expires \_\_\_\_\_



S H SORRELL  
My Commission CC550629  
Expires Apr. 25, 2000