

Division of Corporations

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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Angelica M. Calabrese
Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.
Account Number : 075471001363
Phone : (305) 374-5600
Fax Number : (305) 374-5095

Dear Officer:

Please have this document filed with today's date, February 17, 1999.
Thanks!

FLORIDA PROFIT CORPORATION OR P.A.

PrintSource USA, Inc.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

H99000003965 3

February 16, 1999


State of Florida
Department of State

To Whom it May Concern:

On this day, February 16, 1999, my attorneys, as per my instruction, have attached for filing with your office the Articles of Incorporation of PrintSource USA, Inc., a Florida corporation. I am the President and an incorporator of that corporation. I am also a Manager of CFPGP, LLC, the General Partner of a limited partnership with the same name, PrintSource USA, Ltd.

On behalf of PrintSource USA, Ltd., I hereby unequivocally consent to the use of the name PrintSource USA, Inc., by the Florida corporation submitting articles of incorporation under that name.

Sincerely,



Craig Farlie
Manager of CFPGP, LLC, the General
Partner of PrintSource USA, Ltd.

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ARTICLES OF INCORPORATION OF PRINTSOURCE USA, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation for PrintSource USA, Inc. (referred to herein as the "Corporation"):

ARTICLE I - NAME

The name of the Corporation shall be:

PrintSource USA, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal place of business of the Corporation, and the mailing address of the Corporation, shall be at One Financial Plaza, 100 Southeast Third Avenue, Suite 2108, Ft. Lauderdale, FL 33394.

ARTICLE III - CAPITAL STOCK

The class and number of shares of stock that the Corporation is authorized to issue is ONE HUNDRED MILLION (100,000,000) shares of common stock, with a par value of ONE TENTH OF ONE CENT (\$0.001) per share. Each issued and outstanding share of common stock shall be entitled to one vote per share on matters submitted to the shareholders for a vote.

ARTICLE IV - INDEMNIFICATION

The Corporation shall indemnify the past, present and future directors, officers, employees and agents of the Corporation exercising powers and duties in such capacities, to the fullest extent now or hereafter permitted by law, and as further set forth in the Bylaws of the Corporation or other agreements of documents entered into by the Corporation relating to any such indemnity.

Prepare by
L. Frank Cordero, Esq.
One S.E. 3rd Avenue, 28th Floor
Miami, FL 33131
(305) 374 5600
MIA-329880-1 FL Bar No. 869996

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ARTICLE V - REGISTERED AGENT AND ADDRESS

The street address of the Corporation's initial registered agent is One S.E. Third Avenue, 28th Floor, Miami, Florida 33131. The name of the Corporation's initial registered agent at that office is American Information Services, Inc.

ARTICLE VI - INCORPORATORS

The names and addresses of the incorporators are set forth below:

Michael Carpenter
One Financial Plaza,
100 Southeast Third Avenue
Suite 2108
Ft. Lauderdale, FL 33394

Craig Farlie
One Financial Plaza,
100 Southeast Third Avenue
Suite 2108
Ft. Lauderdale, FL 33394

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation on behalf of the Corporation on February 16, 1999.



MICHAEL CARPENTER

CRAIG FARLIE

H99000003965 3

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent of **PRINTSOURCE USA, INC.**, a Florida corporation (the "Corporation"), in the Corporation's articles of incorporation:

Having been named as registered agent to accept service of process for the Corporation at the registered office designated in the Corporation's articles of incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

17th IN WITNESS WHEREOF, the undersigned has executed this Certificate this day of February, 1999.

American Information Services, Inc.

By Angelica Maria Calabrese
Angelica Maria Calabrese, Vice President

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