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Attorney-at-Law

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 29 AM 11:04

Bar Member:
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March 23, 1999

State of Florida
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Union Graphics, Inc.

000002822000--2
-03/29/99-01111-005
*****78.75 *****78.75

Dear Sir:

Enclosed please find the Articles of Incorporation together with the Certificate of Registered Agent for the referenced corporation with a check in the amount of \$78.75 to cover the cost of filing.

Should you have any questions, or if anything additional is required, please do not hesitate to contact me.

Sincerely,

W E Gottfried

William E. Gottfried

WEG/ad

Enclosures

Encl. for Mr. Gottfried
GAVE
AUTHORIZATION BY PHONE TO
CORRECT *W E Gottfried*
DATE *4/2/99*
DOC. EXAM *Doris Brown*

D. BROWN APR - 2 1999

ARTICLES OF INCORPORATION
OF
UNION GRAPHICS, INC.

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The undersigned hereby associate themselves together for the purpose of becoming a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

UNION GRAPHICS, INC.

ARTICLE II

The duration of this corporation is to be perpetual.

ARTICLE III

Purposes

This corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE IV

Capital Stock

The total authorized stock of this corporation shall be divided into 100 shares of common stock with a par value of \$1.00 per share. The consideration to be paid for each share shall be in money, property or services.

ARTICLE V

Registered Agent and Address

The registered agent for this corporation and the registered address of this corporation are as follows:

ROBERT ALLEN
1465 San Juan Court
Clearwater, Florida 33756

The principal place of business is the same as the registered office.

ARTICLE VI

Directors and Principal Office

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name of the initial Board of Directors is ROBERT ALLEN.

The principal office is located at:

1465 San Juan Court
Clearwater, Florida 33756

ARTICLE VII
Preemptive Rights

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

ARTICLE VIII

Incorporators

The name and address of the incorporator signing these Articles of
Incorporation is: ROBERT ALLEN, 1465 San Juan Court, Clearwater, Florida 33756.

ARTICLE IX

Indemnification

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

ARTICLE X

Bylaws

The power to adopt, alter, amend and/or repeal bylaws shall be vested in the
Board of Directors and the shareholders.

ARTICLE XI

Amendments

These Articles of Incorporation may be amended in a manner provided by law.
Every amendment shall be approved by the Board of Directors, proposed by them to
the stockholders and approved at the stockholders' meeting by the majority of the
stockholders entitled to vote thereat.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal
for and on behalf of the corporation and executed these Articles of Incorporation this
24th day of March, 1999.

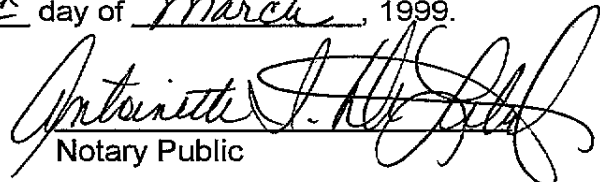


ROBERT ALLEN (Seal)

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ROBERT ALLEN to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation for the purposes therein expressed. IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the State and County aforesaid this 24th day of March, 1999.



Notary Public



ANTOINETTE I. DILIBERTI
COMMISSION # CC 835485
EXPIRES FEB 26, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 29 AM 11:04

CERTIFICATE OF RESIDENT AGENT

In the pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act: UNION GRAPHICS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the County of Pinellas, State of Florida has named ROBERT ALLEN, 1465 San Juan Court, Clearwater, Florida 33756, County of Pinellas, State of Florida as its agent to accept service of process within this state. Having been named to accept service of process for the above-named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the laws of the State of Florida relative to keeping open said office.



ROBERT ALLEN
Resident Agent