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May 24, 1999

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-05/26/99--01096--013  
\*\*\*\*122.50 \*\*\*\*\*78.75

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

Re: MODERN GRAPHICS, INC.  
4511 W. NORTH ST.  
TAMPA, FLORIDA 33614

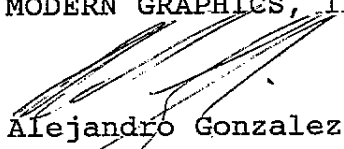
Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation which shall be effective June 1, 1999.

Very truly yours,

MODERN GRAPHICS, INC.

  
Alejandro Gonzalez, President

Mailing Address of the Corporation:  
Street: 4511 W. North St.  
City: Tampa, Florida 33614

Telephone: (813) 889-9255

FILED  
99 MAY 26 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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89 MAY 26 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF**

**MODERN GRAPHICS, INC.**

The undersigned incorporator hereby executes and acknowledges 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**

The name of this corporation shall be:

**MODERN GRAPHICS, INC.**

**ARTICLE II**

**Business and Purposes**

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the General Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

**ARTICLE III**

**Capital Stock**

(a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 5000

shares of common stock with a par value of \$1.00 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in other property (tangible or intangible) or in labor or services actually performed for this corporation, at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and non assessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

#### **ARTICLE IV**

##### **Existence of Corporation**

This corporation shall have perpetual existence.

#### **ARTICLE V**

##### **Principal Office, Registered Office and Registered Agent**

The principal office, mailing address and initial registered office of this corporation shall be located at

ALEJANDRO GONZALEZ  
4511 W. NORTH ST.  
Tampa, Florida 33614

## ARTICLE VI

### Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1) nor more than six (6) members, the exact number of directors to be fixed from time to time by the shareholders. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders. A quorum for the transaction of business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the bylaws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

**ARTICLE VII**

**Initial Board of Directors**

The initial Board of Directors shall consist of one member, such member to hold office until his successor(s) have been duly elected and qualified. The name and street address of the initial director is:

Alejandro Gonzalez  
4511 W. North Street  
Tampa, Florida 33614

**ARTICLE VIII**

**Incorporators**

The name and street address of the incorporators making these Articles of Incorporation is:

Alejandro Gonzalez  
4511 W. North Street  
Tampa, Florida 33614

## ARTICLE IX

### Bylaws

(a) The power to adopt the bylaws of this corporation to alter, amend or repeal the bylaws, or to adopt new bylaws, shall be vested in the Board of Directors of this corporation provided, however, that any bylaw or amendment thereto as adopted by the Board of Directors may be altered, amended or repealed by vote of the stockholders entitled to vote thereon, or a new bylaw in lieu thereof may be adopted by vote of the stockholders. No bylaw which has been altered, amended or adopted by such a vote of the stockholders may be altered, amended or repealed by the vote of the directors until two years have expired since such action by vote of such stockholders.

(b) The bylaws of this corporation shall be for the government of this corporation and may contain any provisions or requirements for the management or conduct of the affairs and business of this corporation, provided the same are not inconsistent with the provisions of these Articles of Incorporation, or contrary to the laws of the State of Florida or of the United States.

**ARTICLE X**

**Amendment of Articles of Incorporation**

This corporation reserves the right to amend, alter, change or repeal any provisions 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, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.

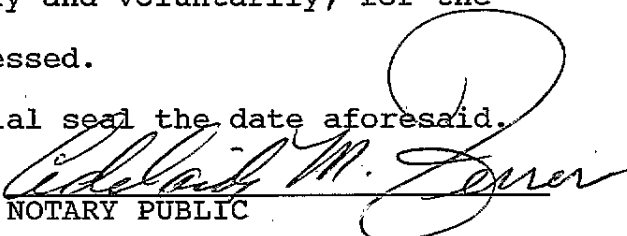
  
Alejandro Gonzalez

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 24 day of May, 1999 personally appeared ALEJANDRO GONZALEZ, to me well known to be the person described in and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.



my hand and official seal the date aforesaid.

  
NOTARY PUBLIC

May 24, 1999

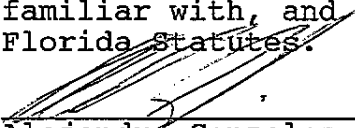
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

Re: MODERN GRAPHICS, INC.

Gentlemen:

Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of naming its registered agent.

I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

  
Alejandro Gonzalez, Registered Agent  
4511 W. North St.  
Tampa, Florida 33614

5-24-99  
Date

FILED  
99 MAY 26 AM 10:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA