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ROGERS, MORRIS & ZIEGLER

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December 1, 1999

CORPORATE RECORDS BUREAU

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314

800003061888--0
-12/06/99--01103--008
*****70.00 *****70.00

Re: Incorporation of PROFESSIONAL DUPLICATORS INTERNATIONAL, INC.

Dear Sir or Madam:

Enclosed please find the original and executed copy of the Articles of Incorporation for **PROFESSIONAL DUPLICATORS INTERNATIONAL, INC.**, Enclosed is our trust check payable to the Secretary of State in the amount of \$70.00 to cover the filing fee and registered agent designation. We WILL NOT require a certified copy of the Articles at this time.

Please return to our office a copy of the Articles as filed.

Thank you for your prompt attention to this matter.

Very truly yours,

ROGERS, MORRIS & ZIEGLER

Mark F. Booth

MFB:nmk
Encls.

FILED
99 DEC -6 AM 8:42
SECRETARY OF STATE
TALLAHASSEE, FL 32314

ARTICLES OF INCORPORATION
OF
PROFESSIONAL DUPLICATORS INTERNATIONAL, INC.

FILED
99 DEC -6 AM 8:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is: **Professional Duplicators International, Inc.**

Article II - Duration

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue **One Hundred shares of One (\$1.00) Dollar** par value common stock.

Article V - 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 VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is **800 N.E. 45th Street, Ft. Lauderdale, Florida 33334** and the name of the initial registered agent of this corporation at that address is: **PHILIP PICCOLO**

Article VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1).

PHILIP PICCOLO - President, Secretary and Treasurer
800 N.E. 45th Street
Ft. Lauderdale, FL 33334

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is: **Philip Piccolo, 800 N.E. 45th Street, Ft. Lauderdale, Florida 33334.**

Article IX - Indemnification

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16th day of November, 1999.

I accept appointment of registered agent for said corporation.

[Signature of Philip Piccolo]

PHILIP PICCOLO, Subscriber/Registered Agent

STATE OF FLORIDA)
COUNTY OF BROWARD)

Before me, a Notary Public, appeared **PHILIP PICCOLO** who (X) is personally known to me or () who has produced _____, upon which I relied as identification, and being known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes expressed therein.

WITNESS my hand and official seal on this 16 day of November, 1999.

My Commission Expires: _____

[Signature of Notary Public]
Notary Public, State of Florida

Print Name: _____

Commission No.: _____

