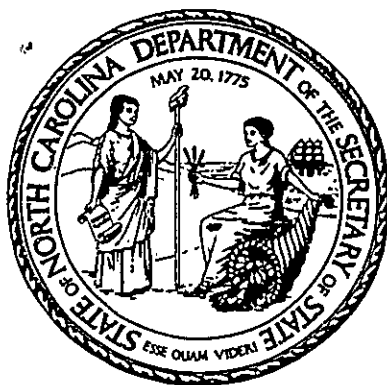




State of North Carolina



Jenkins - Box
Department
of the
Secretary of State

To all to whom these presents shall come, Greeting:

*I, Thad Eure, Secretary of State of the State of
North Carolina, do hereby certify the following and
hereto attached (2 sheets) to be a true copy of*

ARTICLES OF INCORPORATION

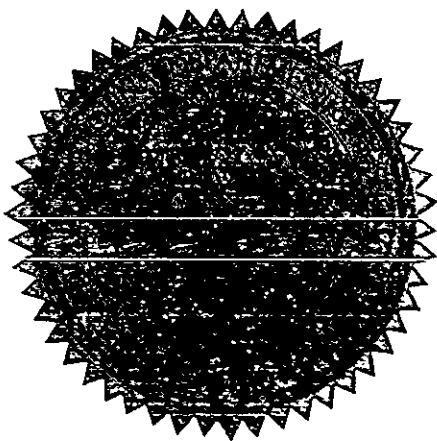
OF

G & S GRAPHICS LTD.

*and the probates thereon, the original of which was
filed in this office on the 11th day of March, 1982 ,
after having been found to conform to law.*

*In Witness Whereof, I have hereunto set my hand
and affixed my official seal.*

*Done in Office, at Raleigh, this 11th day
of March in the year of our Lord 1982.*



Thad Eure
Secretary of State

By *[Signature]*
Deputy Secretary of State
BOOK 1357P 1295

297395

FILED

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THAD EURE
SECRETARY OF STATE
NORTH CAROLINA

ARTICLES OF INCORPORATION
OF
G & S GRAPHICS LTD.

The undersigned, being of the age of eighteen (18) years or more, does hereby make and acknowledge these Articles of Incorporation for the purpose of forming a business corporation under and by virtue of the laws of the State of North Carolina:

1. The name of the corporation is G & S GRAPHICS LTD.
2. The period of duration of the corporation is perpetual.
3. The purposes for which the corporation is organized are:
 - (a) To engage in the production and marketing of fine art, posters and graphics; and
 - (b) To engage in any lawful act or activity for which corporations may be organized under Chapter 55 of the General Statutes of North Carolina.
4. The corporation shall have authority to issue 100,000 shares at \$1.00 par value.
5. The minimum amount of consideration to be received by the corporation for its shares before it shall commence doing business is \$100.00 in cash or property of equivalent value.
6. The address of the initial registered office of the corporation in the State of North Carolina is 114 Oakwood Drive, Winston-Salem, Forsyth County, North Carolina; and the name of its initial registered agent at such address is Robert G. Smith, Jr.
7. The number of directors constituting the initial Board of Directors shall be two (2) and the names and addresses of the persons who are to serve as Directors until the first meeting of shareholders or until their successors be elected and qualify are:

NAME

ADDRESS

Robert G. Smith, Jr.

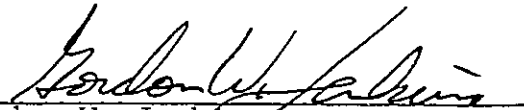
1165 Whitaker Road
Winston-Salem, NC 27106

Wanda K. Smith

1165 Whitaker Road
Winston-Salem, NC 27106

8. The name and address of the incorporator is Gordon W. Jenkins, 350 NCNB Building, Winston-Salem, NC 27101.

IN WITNESS WHEREOF, I have hereunto set my hand this 8th day of March, 1982.


Gordon W. Jenkins

NORTH CAROLINA)
FORSYTH COUNTY)

I, Carolyn L. Dillworth, a Notary Public of said County and State, do hereby certify that GORDAN W. JENKINS personally appeared before this day and acknowledged the due execution of the foregoing Articles of Incorporation.

WITNESS my hand and notarial seal, this the 8 day of March, 1982.

Carolyn L. Dillworth
Notary Public

My commission expires:

February 8, 1983

(SEAL)

PRESENTED FOR
REGISTRATION
AND RECORDED

MAR 17 9 39 AM '82

LONN AYERS
REGISTER OF DEEDS
FORSYTH CO., N.C.

JB. \$7.00 pd.

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