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Shelby Cnty Judge of Probate, AL
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STATE OF ALABAMA)
)
COUNTY OF SHELBY)

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

MAILSOUTH, INC.

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

MailSouth, Inc., an Alabama corporation (the "Corporation"), hereby submits the following information required by Ala. Code § 10-2B-10.07 and attests that the facts stated herein are true and correct:

1. The name of the Corporation is MailSouth, Inc.
2. As of the 15th day of December, 2010, the Corporation had one (1) class of stock with One Hundred (100) shares outstanding, with each share possessing one vote.
3. On the 15th day of December, 2010, One Hundred (100) votes were cast in favor of the approval of the amendment and restatement of the Articles of Incorporation. Such vote was sufficient for approval by the shareholders.
4. The Articles of Incorporation of the Corporation are hereby amended and restated in their entirety and now read as follows:

ARTICLE I
NAME OF CORPORATION

The name of the Corporation is: MailSouth, Inc.

ARTICLE II

OBJECTS AND PURPOSES

The nature of the Corporation's business, and its objects, purposes and powers are as follows:

1. To engage in the general business of direct mail and marketing services and any and all permissible related activities;
2. To purchase, subscribe for, acquire, own, hold, sell, exchange, assign, transfer, mortgage, pledge, hypothecate or otherwise transfer or dispose of stock, scrip, warrants, rights, bonds, securities or evidences of indebtedness created by any other corporation or corporations organized under the laws of any state, or any bonds or evidences of indebtedness of the United States or any state, district, territory, dependency or county or subdivision or municipality thereof, and to issue and exchange therefore cash, capital stock, bonds, notes or other securities, evidences of indebtedness, or obligations of the Corporation and while the owner thereof to exercise all rights, powers, and privileges of ownership, including the right to vote on any shares of stock voting trust certificates or other instruments so owned; and
3. To transact any business, to engage in any lawful act or activity, and to exercise all powers permitted to corporations by the Alabama Business Corporation Act and federal law, as such Act may be amended from time to time.

The enumeration herein of the objects and purposes of the Corporation shall not be deemed to exclude or in any way limit by inference any powers, objects, or purposes which the Corporation is empowered to exercise, whether expressly by purpose, or by any of the laws of the State of Alabama or any reasonable construction of such laws.

ARTICLE III

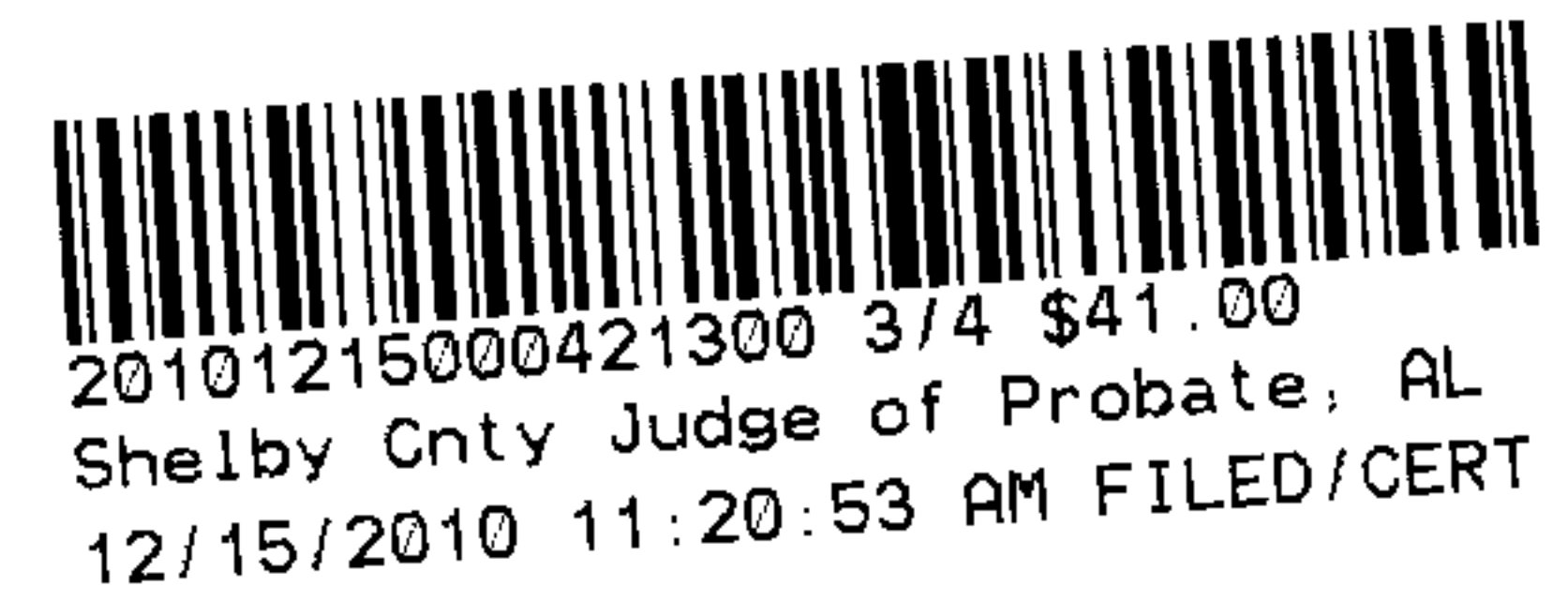
LOCATION OF REGISTERED OFFICE AND REGISTERED AGENT

The name and street address of the initial registered agent are National Registered Agents, Inc., 150 South Perry Street, Montgomery, Alabama 36102-4045, County of Montgomery.

ARTICLE IV

INCORPORATOR

The name and mailing address of the incorporator are Eleanor Osmanoff, Dechert LLP, 1095 Avenue of the Americas, New York, NY 10036.



ARTICLE V
CAPITAL STOCK

The aggregate number of shares of stock which the Corporation shall have authority to issue is One Hundred (100) shares, all of which are of one class and are designated as Common Stock and each of which has a par value of \$.01.

ARTICLE VI
BOARD OF DIRECTORS

The number of initial directors constituting the Board of Directors of the Corporation is four (4) and the names and addresses of the persons who are to serve as the directors until their successor or successors are elected and qualified are as follows:

DIRECTOR

ADDRESS

John Civantos

Court Square Capital Partners
Park Avenue Plaza
55 East 52nd Street, 34th Floor
New York, NY 10055

David F. Thomas

Court Square Capital Partners
Park Avenue Plaza
55 East 52nd Street, 34th Floor
New York, NY 10055

Albert Braunfisch

c/o MailSouth, Inc.
P.O. Box 614, 5901 Highway
52 East, Helena, AL 35080

Thomas Settle

c/o MailSouth, Inc.
P.O. Box 614, 5901 Highway
52 East, Helena, AL 35080

ARTICLE VII
ELECTIONS OF DIRECTORS

Elections of directors need not be by written ballot unless the bylaws of the Corporation shall so provide.

ARTICLE VIII
BYLAWS

The board of directors of the Corporation is authorized to adopt, amend or repeal the bylaws of the Corporation, except as otherwise specifically provided therein.

ARTICLE IX
STOCK PURCHASES

The Corporation shall have the right to purchase, take, receive or otherwise acquire, hold, own, pledge and transfer or otherwise dispose of its own shares. Purchases

by the Corporation of its own shares, whether direct or indirect, may be made to the extent of unreserved and unrestricted earned surplus and capital surplus of the Corporation available therefor. The shareholders of the Corporation shall not have preemptive rights to acquire the Corporation's unissued shares.

ARTICLE X **LIABILITY OF DIRECTORS**

The corporation shall, to the fullest extent legally permissible under the provisions of the Alabama Business Corporation Act, as the same may be amended and supplemented, indemnify and hold harmless any and all persons whom it shall have power to indemnify under said provisions from and against any and all liabilities (including expenses) imposed upon or reasonably incurred by him in connection with any action, suit or other proceeding in which he may be involved or with which he may be threatened, or other matters referred to in or covered by said provisions both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer of the corporation. Such indemnification provided shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, Agreement or Resolution adopted by the shareholders entitled to vote thereon after notice.

ARTICLE XI **AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Amended and Restated Articles of Incorporation as the same may from time to time be in effect in the manner now or hereafter prescribed by law, and all rights conferred on stockholders or others hereunder are subject to such reservation.

IN WITNESS WHEREOF, the undersigned Corporation has caused these Amended and Restated Articles of Incorporation to be executed in its name and on its behalf by its President, duly authorized, as of this 1st day of December, 2010.

MAILSOUTH, INC.

By: Thomas K. Settle

Printed Name: Thomas K. Settle

Its: President