

H69074

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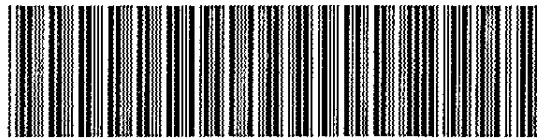
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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RIGHTS & DISTRIBUTION, INC.

2131 HOLLYWOOD BOULDEVARD
HOLLYWOOD, FLORIDA 33024

November 19, 2002

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

**SUBJECT: AMENDED ARTICLES OF INCORPORATION OF FREDERICK FELL
PUBLISHERS, INC.**

Enclosed is an original and one (1) copy of the amended articles of incorporation and a check for \$35.00 representing the \$35.00 filing fee for the amended articles.

Thank you in advance.

Sincerely,



Donald L. Lessne
Director, President, Secretary, Treasurer

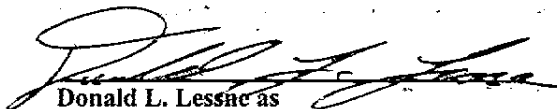
AMENDED ARTICLES OF INCORPORATION OF Frederick Fell Publishers, INC.

1. These amended Articles of Incorporation are being filed for the purpose of:

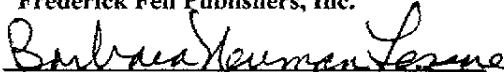
- 1) Deleting the name and address of one of the current Directors, namely:
Barbara Newman Lessne, 1403 Shoreline Way, Hollywood, FL 33019. The sole
Director shall be Donald L. Lessne, 1403 Shoreline Way, Hollywood Fla. 33020.
- 2) Amending the principal place of business and mailing address of the corporation
From 1403 Shoreline Way, Hollywood, Florida 33020, to 2131 Hollywood Boulevard,
Boulevard, Suite 305, Hollywood, Florida 33020.
- 3) Amending the address of the Registered Agent of the corporation. The name and
Florida street address of the Registered Agent of the corporation shall be Donald
Lessne, 2131 Hollywood Boulevard, Suite 305, Hollywood, Fla. 33024.
- 4) Amending the number of shares of stock that this corporation is authorized to have
outstanding at any one time is 100 shares of class A common stock. The initial
shareholders were Barbara Lessne-50 shares, and Donald Lessne- 50 shares. It is
hereby amended that Donald L. Lessne is sole owner of corporation with 100 shares.
- 5) Amending the names of the officers of the corporation. Donald L. Lessne shall be
the sole officer of the corporation and her title shall be
President/Secretary/Treasurer; and
- 6) Amending (or if the provision already exists, restating) the preemptive rights
provision. The corporation elects to have preemptive rights.

11. These Amended Articles of Incorporation were adopted by the Board of Directors and
Shareholders of the corporation on November 15, 2002, and shall become effective
immediately.

111. These Amended Articles of Incorporation were recommended by the Board of Directors
and approved by the Shareholders by a vote sufficient for approval.


Donald L. Lessne as

Director, President, Secretary, Treasurer of
Frederick Fell Publishers, Inc.


Barbara Newman Lessne as
Stock Holder

11/19/02
Date

11/19/02
Date

FILED

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CLERK OF DISTRICT COURT
HALL OF JUSTICE
JACKSONVILLE, FLORIDA