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PICK-UP WAIT MAIL			
(Business Entity Name)			
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Certified Copies Certificates of Status	_		
Special Instructions to Filing Officer:	7		
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Office Use Only



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THE STATE OF THE S

SECHETARY OF STATE

Day O

CT CORPORATION

January 24, 2003

Secretary of State, Florida 409 East Gaines Street Tallahassee FL 32399

Re:

Order #: 5774685 SO

Customer Reference 1:

Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

The Book People Inc. (DE) Qualification Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Ashley A Mitchell Fulfillment Specialist Ashley_Mitchell@cch-lis.com

660 East Jefferson Street Tallahassee, FL 32301 Tel. 850 222 1092 Fax 850 222 7615

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1.	The Book Peo	ple Inc.		
	(Name of corpo	oration; must include the word "INCORI	PORATED", "COMPANY", "CORPORATION" or	
			Il clearly indicate that it is a corporation instead of a	
	natural person	or partnership if not so contained in the r	name at present.)	
_	Delaware		3 02-0639194	
		y under the law of which it is incorporate		
	(State of count)	y under the law of which it is incorporate	ed) (FEI number, ii appricable)	
4.	6/18/02		Perpetual	
	(Da	te of incorporation)	(Duration: Year corp. will cease to exis for "perpetual")	1=
۷		Upon Filing		
0.	(Date firs	t transacted business in Florida.) (SEE S	ECTIONS 607.1501, 607.1502 and 817.155, F.S.)	· · · · · · · · · · · · · · · · · · ·
7.	Congr	ess Executive Center	, 1301 N. Congress Ave., 4th floor	
			33426 - 3320	
		(Current mailin		· · · · · · · · · · · · · · · · · · ·
		(Current manin	ig address)	
8.	To distribute be	ooks and other printed materials.		
	(Purpose	(s) of corporation authorized in home sta	ate or country to be carried out in state of Florida)	****
			> 0	03
9.	Name and st	reet address of Florida registered a	agent: (P.O. Box or Mail Drop Box NOT acceptable)	<u>ယ</u> '
			<u>22</u>	>
	Name:	C T Corporation System	_______________________	JAN 24
_		1000 G 1 TH T 1 1 T 1	<u> </u>	F
Oi	ffice Address:	1200 South Pine Island Road		3 B
		Windstian	71-11 22224 FT (2)	<u> </u>
		Plantation	, Florida, 33324	••
			(Zip code)	
			The state of the s	_
10	. Registered	agent's acceptance:		
			the second through the second the second through th	
			vice of process for the above stated corporation at the place design of tered agent and agree to act in this capacity. I further agree to con	
			tereu agent and agree to act in ims capacity. I further agree to con id complete performance of my duties, and I am familiar with and i	
		my position as registered agent.	Robin LaPeters	necepi
_	g	C T Corporation System	Vice President	
		- Robert	7100110010	-
			gent's signature)	. —

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

A. DIRECTORS (Street address only - P.O. Box NO	Facceptable)
Chairman: See attached	the state of the s
Address:	
	The state of the s
Vice Chairman: See attached	
Address:	
	<u> </u>
Director: See attached	
Address:	<u>and the second of the second </u>
	<u>and the second of the second </u>
Director: See attached	<u>and the second </u>
Address:	
	<u> </u>
B. OFFICERS (Street address only - P.O. Box N	• ,
President: See attached	<u>and and a superior of the sup</u>
Address:	<u>>×</u>
Vice President: See attached	
Address:	
	<u> </u>
Secretary: See attached	Designation of the second seco
Address:	and the second of the second o
	<u>a a a a a a a a a a a a a a a a a a a </u>
Treasurer: See attached	of the second se
Address:	<u>an ang ang ang ang ang ang ang ang ang a</u>
	<u> </u>
NOTE: If necessary, you may attach an addendum to the	ne application listing additional officers and/or directors.
13. (Signature of Chairman, Vice Chairman	n, or any officer listed in number 12 of the application)
14 Teresa M. Connelly, Assistant Secretary	in, or any officer fished in number 12 of the approachour
	me and canacity of nerson signing application)

The Book People Inc. Application by a Foreign Corporation to Transact Business in Florida

DIRECTORS:

Name	Title	Address
Richard Robinson	Director/Chairman	557 Broadway, New York, NY 10012
Kevin J. McEnery	Director	557 Broadway, New York, NY 10012
Charles B. Deull	Director	557 Broadway, New York, NY 10012

Name	Title	Address
Richard Robinson	Chief Executive Officer	557 Broadway, New York, NY 10012
Barbara A. Marcus	President	557 Broadway, New York, NY 10012
Edward Monagle	Senior Vice President	557 Broadway, New York, NY 10012
Charles B. Deull	Secretary	557 Broadway, New York, NY 10012
Teresa M. Connelly	Assistant Secretary	557 Broadway, New York, NY 10012
Vincent M. Marzano	Vice President & Treasurer	557 Broadway, New York, NY 10012
Karen A. Maloney	Vice President and Controller	100 Plaza Drive, Secaucus, NJ 07094
Steven I. Volk	Vice President, Taxes	100 Plaza Drive, Secaucus, NJ 07094

03 JAN 24 PH 1: 17



The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE BOOK PEOPLE INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF JANUARY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Darriet Smith Hindson Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2221410

3538419 8300

DATE - 01-23-03

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