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Florida Department of State
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Authors & Readers, Inc.

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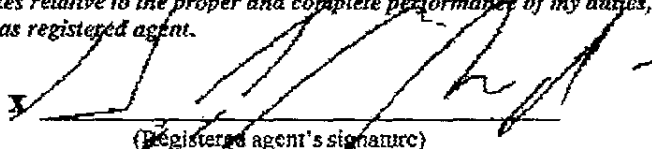
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*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. Authors & Readers, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. New York 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 04/14/00 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Filing
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1000 Venetian Way Apt. 1102
Miami, FL 33139
(Current mailing address)
8. Publishing Company
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Waruna Liyana Patabendi
Office Address: 1000 Venetian Way Apt. 1102
Miami, Florida, 33139
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent'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.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

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A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: **Waruna Liyana Patabendi**

Address: **1000 Venetian Way Apt. 1102, Miami, FL 33139**

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: **Waruna Liyana Patabendi**

Address: **1000 Venetian Way Apt. 1102, Miami, FL 33139**

Vice President: _____

Address: _____

Secretary: _____

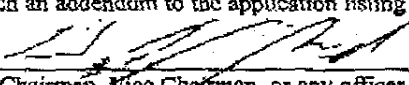
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Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. **Waruna Liyana Patabendi - President/Director**
(Typed or printed name and capacity of person signing application)

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State of New York } ss:
Department of State

I hereby certify, that the Certificate of Incorporation of AUTHORS & READERS, INC. was filed on 04/14/2000, under the name of 399NOVEL.COM, INC., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify the following:

A Certificate of Amendment was filed on 05/15/2000.

A certificate changing name to 399NOVEL, INC. was filed on 06/04/2001.

A certificate changing name to AUTHORS & READERS, INC. was filed on 02/14/2002.

A Biennial Statement was filed 04/03/2002.

I further certify, that no other documents have been filed by such Corporation.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 26th day of February
two thousand and four.

A handwritten signature in dark ink, appearing to read "K. A. DeSantis", is written over a horizontal line.

Secretary of State

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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