

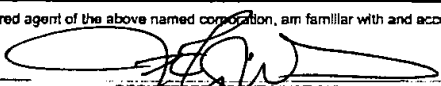
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Francine Stone

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PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                          |                                                                                                                                                                                               |                           |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|
| <b>CORPORATION<br/>REINSTATEMENT</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                          |  <b>FLORIDA DEPARTMENT OF STATE<br/>Katherine Harris<br/>Secretary of State<br/>DIVISION OF CORPORATIONS</b> |                           |
| <b>DOCUMENT # F 97000000821</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                          |                                                                                                                                                                                               |                           |
| <b>1. Corporation Name</b><br>The Booksource, Inc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                          |                                                                                                                                                                                               |                           |
| <b>2. Principal Office Address</b><br>1230 Macklind Ave.<br>Suite, Apt. #, etc.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                          | <b>3. Mailing Office Address</b><br>1230 Macklind Ave.<br>Suite, Apt. #, etc.                                                                                                                 |                           |
| <b>City &amp; State</b><br>St. Louis, MO                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                          | <b>City &amp; State</b><br>St. Louis, MO                                                                                                                                                      |                           |
| <b>Zip</b><br>63110                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | <b>Country</b><br>USA                    | <b>Zip</b><br>63110                                                                                                                                                                           | <b>Country</b><br>USA     |
| <b>4. Date Incorporated or Qualified To Do Business in Florida</b><br>Jan. 1, 1974                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                          | <b>5. FEI Number</b><br>43-1018725                                                                                                                                                            |                           |
| <b>6. CERTIFICATE OF STATUS DESIRED</b> <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                          | <b>7. Name and Address of Current Registered Agent</b>                                                                                                                                        |                           |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                          | Name<br>GT Corporation System                                                                                                                                                                 |                           |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                          | Street Address (P.O. Box Number is Not Acceptable)<br>1200 South Pine Island Rd.                                                                                                              |                           |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                          | Suite, Apt. #, Etc.                                                                                                                                                                           |                           |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                          | City<br>Plantation                                                                                                                                                                            |                           |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                          | <b>State</b><br>FL                                                                                                                                                                            | <b>Zip Code</b><br>33324  |
| <b>8. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of section 607.0505 or 617.0503, F.S.</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                          |                                                                                                                                                                                               |                           |
| <b>Signature of Registered Agent</b><br><br>Jonathan L. Miles, Asst. Secy.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                          | <b>Date</b><br>12-11-01                                                                                                                                                                       |                           |
| <b>9. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                          |                                                                                                                                                                                               |                           |
| <b>Titles</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | <b>Name of Officers and/or Directors</b> | <b>Street Address of Each Officer and/or Director</b>                                                                                                                                         | <b>City / State / Zip</b> |
| D/C                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | Sanford Jaffe                            | 1230 Macklind Ave                                                                                                                                                                             | St. Louis, MO 63110       |
| D/P/T                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Neil Jaffe                               | 1230 Macklind Ave                                                                                                                                                                             | St. Louis, MO 63110       |
| D/V/S                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Gary Jaffe                               | 1230 Macklind Ave                                                                                                                                                                             | St. Louis, MO 63110       |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                          |                                                                                                                                                                                               |                           |
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|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                          |                                                                                                                                                                                               |                           |
| <b>10. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(l), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.</b> |                                          |                                                                                                                                                                                               |                           |
| <b>SIGNATURE:</b>  Gary M. Jaffe 12/12/01                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                          |                                                                                                                                                                                               |                           |
| <b>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                          | <b>Date</b>                                                                                                                                                                                   | <b>Daytime Phone #</b>    |

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DIVISION OF CORPORATIONS

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