

Division of Corporations

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LIMITED LIABILITY COMPANY**COOK NEWS: BOOKS AND MORE, LLC**

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**ARTICLES OF ORGANIZATION
OF
COOK NEWS: BOOKS AND MORE, LLC**

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

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ARTICLE I -- NAME

The name of the limited liability company shall be Cook News: Books and More, LLC (the "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be c/o Monika D. Ludwig, Esq., 5 Crooked Lane, Naples, Florida 34112.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Monika D. Ludwig, Esq., 5 Crooked Lane, Naples, Florida 34112.

ARTICLE V -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may only transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

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ARTICLE VI -- MANAGEMENT


The Company shall be Member-managed. The Operating Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

ARTICLE VII -- AMENDMENT

These Articles of Organization may be amended by the consent of all members, or as may otherwise be provided by law.

IN WITNESS WHEREOF, the undersigned authorized representative has made and subscribed these Articles of Organization on this 3rd day of March, 2003.

AUTHORIZED REPRESENTATIVE


Michael W. McArdle, Esq.
1112 Goodlette Road, Suite 204
Naples, Florida 34102

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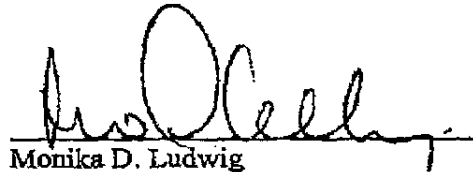
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COOK NEWS: BOOKS AND MORE, LLC

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of COOK NEWS: BOOKS AND MORE, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.



Monika D. Ludwig
Registered Agent

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