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PREMIER HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 154774 6250A

AUTHORIZATION : *Patricia Pzyth*

COST LIMIT : \$ 285.00

ORDER DATE : November 14, 1996

ORDER TIME : 8:56 AM

ORDER NO. : 154774-005

600002004576--5

CUSTOMER NO: 6250A

CUSTOMER: Ms. Judy Stevens
BOND SCHOENECK & KING, P.A.

Suite 107
1167 Third Street South
Naples, FL 339407098

DOMESTIC FILING

NAME: DUNN & DUNN BOOKSELLERS, L.C.

EFFECTIVE DATE:

☒ ARTICLES OF ORGANIZATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
95 NOV 14 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Kr
11-14-96

**ARTICLES OF ORGANIZATION
OF
DUNN & DUNN BOOKSELLERS, L.C.**

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TALLAHASSEE, FLORIDA

Article 1. Name

The name of the Limited Liability Company is

Dunn & Dunn Booksellers, L.C.

Article 2. Duration

The duration of the Limited Liability Company shall be 40 years, although its duration may be extended by a vote of a majority of interest of the members.

Article 3. Principal Office and Mailing Address

The principal place of business of the Limited Liability Company is at 1300 Third Street South, Suite 201, Naples, Florida 34102. The mailing address of the Limited Liability Company is c/o Woodbrook Capital, Inc., 515 Fairmount Avenue, Suite 900, Towson, Maryland 21286.

Article 4. Initial Registered Office and Agent

The initial registered office of the Company is c/o Bond, Schoeneck and King, P.A., 1167 Third Street South, Suite 107, Naples, Florida, 34104. The name of the initial registered agent at that address is William M. Burke, Esq.

Article 5. Admission of New Members

The Company may admit additional members upon a vote of a majority in interest of the members preceding the admission of the new member.

Article 6. Right to Continue Business

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company, the remaining members may elect to continue the business upon a vote by a majority in interest of the remaining members.

Article 7. Statement of Management

The management of the company is reserved to the members, whose names and addresses are:

Darielle D. Linehan

c/o 515 Fairmount Avenue
Suite 900
Towson, Maryland 21286

JoEllen D. Scully

1 Clearwater Drive
Dover, New Hampshire 03801

Member Darielle D. Linehan is authorized to execute these Articles of Organization and file them with the Florida Department of State.

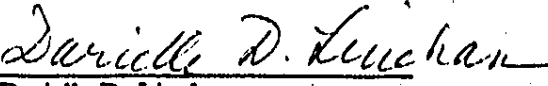
Article 8. Commencement of Existence

The Company's existence shall commence on upon the filing of these Articles of Incorporation with the Florida Secretary of State.

Article 9. Amendment

The company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment to them, and any right conferred upon the members is subject to this reservation.

In Witness Whereof, the undersigned has signed these Articles of Organization on this
12th day of November, 1996.


Danielle D. Linchan

STATE OF FLORIDA

COLLIER COUNTY

: ss.:

The foregoing instrument was acknowledged before me this 12th day of November, 1996, by DARIELLE D. LINEHAN, who is personally known to me and who acknowledged to and before me that she executed the instrument for the purposes therein expressed.



Notary Public

My Commission Expires:

AFFIDAVIT

DARIELLE D. LINEHAN, being duly sworn, deposes and says that:

1. I am a member of Dunn & Dunn Booksellers, L.C., a limited liability company to be established under Florida law. I make this affidavit pursuant to F.S. 608.407 to allow the filing of the foregoing Articles of Organization.

2. I declare that there are at least two members of the company.

3. The amount of cash contributed to the company by the respective members is as follows:

Darielle D. Linehan	\$105,500
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JoEllen Scully	\$ 4,500
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4. There is no other property other than the above described cash to be contributed by the members and no other amount anticipated to be contributed.

IN WITNESS WHEREOF, I have signed this affidavit.

Darielle D. Linehan
Darielle D. Linehan

Sworn to before me this
12th day of November, 1996

William M. Burke
Notary Public

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Dunn & Dunn Booksellers, L.C., which is contained in the foregoing Articles of Organization. I am familiar with, and accept, the obligations of such a position.

DATED this 12th day of November, 1996.



William M. Burke, Esq.
Registered Agent

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