

**Electronic Articles of Incorporation
For**

N05000003904
FILED
April 15, 2005
Sec. Of State
dwhite

BOOK EXCHANGE INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BOOK EXCHANGE INC.

Article II

The principal place of business address:

10390 NW 24TH COURT
SUNRISE, FL. US 33322

The mailing address of the corporation is:

10390 NW 24TH COURT
SUNRISE, FL. US 33322

Article III

The specific purpose for which this corporation is organized is:

PROMOTE LITERACY

Article IV

The manner in which directors are elected or appointed is:

PURSUANT TO THE BYLAWS

Article V

The name and Florida street address of the registered agent is:

NEFERISHA K JOHNSON
10390 NW 24TH COURT
SUNRISE, FL. 33322

I certify that I am familiar with and accept the responsibilities of registered agent.

N05000003904
FILED
April 15, 2005
Sec. Of State
dwhite

Registered Agent Signature: NEFERISHA K. JOHNSON

Article VI

The name and address of the incorporator is:

NEFERISHA K. JOHNSON
10390 NW 24TH COURT
SUNRISE, FL 33322

Incorporator Signature: NEFERISHA K. JOHNSON

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: D
NEFERISHA K JOHNSON
10390 NW 24TH COURT
SUNRISE, FL. 33322 US

Title: D
VIRGINIA BULLOCK
10390 NW 24TH COURT
SUNRISE, FL. 33322 US

Title: D
KIALA GIVEHAND
10390 NW 24TH COURT
SUNRISE, FL. 33322 US