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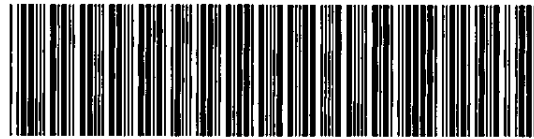
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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

T. Burch MAR -6 2007



LAW OFFICES

Carl A. Cascio, P.A.

Carl A. Cascio

OF COUNSEL

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March 1, 2007

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: **HEARTS FOR BOOKS, INC.**

Dear Sir or Madam:

Enclosed please find an original for filing and a photocopy for stamping of the *Articles of Incorporation* with regard to the above-referenced corporation. Also enclosed is our client's check in the total amount of \$78.75. (\$8.75 for certified copy).

Please immediately file the *Articles of Incorporation*, and both fax and mail the stamped copy to this office in the self-addressed envelope enclosed.

Thank you for your prompt attention to this filing.

Very truly yours,



Carl A. Cascio

CAC/la
Enclosures

cc: Hearts for Books, Inc.

ARTICLES OF INCORPORATION
OF
HEARTS FOR BOOKS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of this Corporation is **Hearts for Books, Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 21967 Palm Grass Drive, Boca Raton, FL 33428.

ARTICLE III PURPOSE

The general purposes for which the Corporation is organized are the following:

- A. To engage in and transact any lawful business for which non-profit corporations may be incorporated under Chapter 617, the Florida Not For Profit Corporations Act. No other purpose limits the general purpose in any way.
- B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.
- C. To engage in assisting libraries with establishing and enhancing childrens libraries through charitable donations on a national basis.

ARTICLE IV MANNER OF ELECTION

This Corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this Corporation is:

<u>Name</u>	<u>Address</u>
Sarah Tursi	21967 Palm Grass Drive Boca Raton, FL 33428
Ralph Tursi	21967 Palm Grass Drive Boca Raton, FL 33428

ARTICLE V

INITIAL REGISTERED AGENT AND STREET

The name and address of the initial registered agent of this Corporation is:

Name

Address

Sarah Tursi

21967 Palm Grass Drive
Boca Raton, FL 33428

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this Corporation is:

Name

Address

Sarah Tursi

21967 Palm Grass Drive
Boca Raton, FL 33428

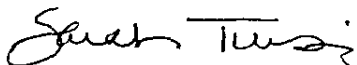
ARTICLE VIII

INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this

1st day of March, 2007.



Sarah Tursi, Incorporator

ACCEPTANCE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as Registered Agent and to accept service of process for the above-stated Corporation at the place designated in this statement, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Sarah Tursi, Registered Agent