103 N. MÈRIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173 **2000 151** FILING COVER SHEET ACCT. #FCA-14 **CONTACT: CINDY HICKS** 3-1-00 DATE: **REF. #: CORP. NAME:** ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION) ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME? () FOREIGN QUALIFICATION () LIMITED PARTNERSHIP () LIMITED LIABILITY () REINSTATEMENT () MERGER () WITHDRAWAI () CERTIFICATE OF CANCELLATION () UCC-1 () UCC-3 () OTHER:

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

COST LIMIT: \$

PLEASE RETURN:

) CERTIFIED COPY

() CERTIFICATE OF GOOD STANDING

() PLAIN STAMPED COPY

Examiner's Initials

ARTICLE VI - INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The name and street address of the initial registered agent is William Benedicks, Jr., 4000 Danesborough Place, Tallahassee, Florida 32303.

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

William Benedicks, Jr. 4000 Danesborough Place Tallahassee, Florida 32303

The undersigned incorporator has executed these Articles of Incorporation this 1st day of March, 2000.

William Benedicks, Jr.

By: Willia Beredily

ARTICLES OF INCORPORATION

OF

EROTICA READERS ASSOCIATION, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation is EROTICA READERS ASSOCIATION, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation shall be 4000 Danesborough Place, Tallahassee, Florida 32303, and the mailing address of the corporation shall be the 4000 Danesborough Place, Tallahassee, Florida 32303.

ARTICLE III - DURATION

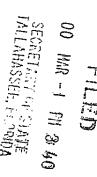
This Corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE IV - PURPOSE

This Corporation is organized for the purpose of transacting all lawful business.

ARTICLE V - STOCK

This Corporation is authorized to issue 10,000 shares of common stock having a par value of \$.01 per share.



ACCEPTANCE OF REGISTERED AGENT DESIGNATION FOR:

EROTICA READERS ASSOCIATION, INC.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of Section 48.091, Florida Statutes, and I am familiar with and accept the obligations of my position as registered agent.

William Benedicks, Jr.

By: Willen - Beredill

OO MAR -1 PH 3: 40
SECRETARY OF STATE
TALLAHASSEE FLOOR