

PO000090569

WRIGHT, FULFORD, MOORHEAD & BROWN, P.A.

ATTORNEYS

145 NORTH MAGNOLIA AVENUE
POST OFFICE BOX 2828
ORLANDO, FLORIDA 32802-2828
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Wm. Patrick Fulford, Esq.

September 21, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 25 AM 10:47

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

RE: Articles of Incorporation of *Books I've Read, Inc.*

Dear Sir/Madam:

Enclosed please find the Articles of Incorporation together with the Acceptance of designation of registered agent for Books I've Read, Inc. I have also enclosed my check in the amount of \$78.75 representing payment of \$35.00 for the filing fee, \$35.00 for the registered agent fee and \$8.75 for a certificate of status.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Wm. Patrick Fulford

WPF/rrd
enclosure

9/26/00

ARTICLES OF INCORPORATION
OF
BOOKS I'VE READ, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 25 AM 10:48

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

ARTICLE I
NAME AND PRINCIPAL OFFICE

The name of this corporation shall be *BOOKS I'VE READ, INC.* The principal place of business and mailing address of *BOOKS I'VE READ, INC.* shall be as follows:

Principal place of business: 145 N. Magnolia Avenue
Orlando, FL 32801

Mailing address: Post Office Box 2828
Orlando, FL 32802-2828

ARTICLE II
AUTHORIZED STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value Common Stock.

ARTICLE III
VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Stock of the corporation.

ARTICLE IV
INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
KATHRYN K. FULFORD	145 N. Magnolia Avenue Orlando, FL 32801

ARTICLE V
PREEMPTIVE RIGHTS

The Corporation elects to have pre-emptive rights as set forth in Florida Statute §607.0630(2).

ARTICLE VI
INITIAL REGISTERED OFFICE,
REGISTERED AGENT AND RESIDENT AGENT

The street address of the initial registered office of this Corporation is 145 N. Magnolia Avenue, Orlando, FL, 32801. The name of the initial Registered Agent and Resident Agent of the Corporation is WM. PATRICK FULFORD.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial director of this Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
KATHRYN K. FULFORD	145 N. Magnolia Avenue Orlando, FL 32801

ARTICLE VIII
PURPOSE

The Corporation is to engage in all lawful businesses, including all powers necessary or convenient to effect its purpose.

ARTICLE IX
INDEMNIFICATION

This Corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE X
DURATION

This corporation shall have perpetual existence.

ARTICLE XI
RESTRICTIONS ON TRANSFER OF STOCK

This corporation is authorized to place restrictions upon any stock authorized or issued by this Corporation and to enter into agreement with stockholders concerning any stock authorized or issued by this corporation in the following respects:

1. The transferability or assignment of such stock.
2. The preemptive right of the corporation or other stockholders to purchase such stock as a condition precedent to its issue, transfer or assignment.
3. The redemption or purchase of such stock by the Corporation.
4. The sale, pledge, and involuntary transfer of such stock.

ARTICLE XII
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21st day of September, 2000 being the sole stockholder, this date the undersigned adopts these Articles of Incorporation.


KATHRYN K. FULFORD

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared KATHRYN K. FULFORD, known to me and known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged to and before me that she executed said Articles of Incorporation for the purposes therein expressed. She is personally known to me or produced _____ as identification. KATHRYN K. FULFORD (did)(did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 21st day of September, 2000.


Notary Public, State of Florida

My commission expires:



Roxanne R Davis
My Commission CC819493
Expires April 25, 2003

Roxanne R Davis
Commission CC819493
April 25, 2003

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ACCEPTANCE

00 SEP 25 AM 10:48

I HEREBY ACCEPT the appointment to act in the capacity of Registered Agent and Resident Agent and agree to comply with the provisions of the laws of the State of Florida relative to keeping said offices open.



WM. PATRICK FULFORD


STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared WM. PATRICK FULFORD, well known to me and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed said Articles of Incorporation for the purposes therein expressed. He is personally known to me or produced _____ as identification. WM. PATRICK FULFORD (did)/(did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 21st day of September, 2000.


Notary Public, State of Florida

My commission expires:

 Roxanne R. Davis
My Commission CC819493
Expires April 25, 2003