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EFFECTIVE DATE

3-22-01

LAW OFFICES

STEIN, FORD, SCHAAF & TOWZEY, L.L.P.

501 FIRST AVENUE NORTH

SUITE 1000

ST. PETERSBURG, FLORIDA 33701

FILED

01 MAR 26 AM 9:47

CLERK OF STATE
TALLAHASSEE, FLORIDA

HENRY A. STEIN
HARVEY A. FORD
PAUL A. NELSON
GARY M. SCHAAF
PHYLLIS J. TOWZEY
SARAH E. WILLIAMS
BELINDA A. BARNDOLLAR

March 22, 2001

TELEPHONE:
727-894-4333

FACSIMILE:
727-894-0175

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Articles of Incorporation of Childrens Books By You, Inc.

Ladies and Gentlemen:

I enclose one (1) original and one (1) copy of the Articles of Incorporation of the above-referenced corporation. Please file these Articles and return one certified copy to this office in the enclosed envelope.

Additionally, I enclose a check made payable to the Florida Department of State in the amount of \$78.75 in payment of the required filing fees.

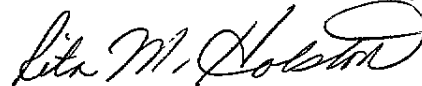
Should you have any questions with respect to this matter, please do not hesitate to contact us.

Sincerely,

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



Rita M. Holston
Legal Secretary

/rmh
Encls.

D. BROWN MAR 29 2001 ✓

ARTICLES OF INCORPORATION
OF
CHILDRENS BOOKS BY YOU, INC.

EFFECTIVE DATE

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CLERK OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name and Mailing Address

The name of this corporation shall be:

Childrens Books By You, Inc.

The address of the principal office and the mailing address of this corporation is:

**1336 54th Avenue N.E.
St. Petersburg, Florida 33703**

ARTICLE II

Existence of Corporation

This corporation shall begin existence on **March 22, 2001**, and shall have perpetual existence.

ARTICLE III

Purposes

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

Powers

The corporation shall have all such powers as may be necessary or desirable to carry out the business of the Corporation, including, but not limited to all those powers enumerated by §607.0302, Florida Statutes, as may be amended from time-to-time.

ARTICLE V

Capital Stock

(a) The corporation shall have a single class of common stock, all having the same rights and privileges.

(b) The total number of shares of stock authorized to be issued by the corporation shall be 1,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, by promissory note, in property, in labor or services actually performed for the Corporation or promised to be performed as evidenced by a written contract, valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(c) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

(d) The corporation elects to have preemptive rights pursuant to Section 607.0630, Florida Statutes.

ARTICLE VI

Registered Office and Registered Agent

The street address of the corporation's initial registered office is:

**c/o Stein, Ford, Schaaf & Towzey, L.L.P.
501 First Avenue North, Suite 1000
St. Petersburg, Florida 33701**

and the name of the corporation's initial registered agent at such address is:

Phyllis J. Towzey, Esquire

The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes, as may be amended from time-to-time.

ARTICLE VII

Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be one (1) and the name and address of each person who is to serve as a member thereof is as follows:

<u>Name</u>	<u>Address</u>
David J. Butcher	1336 54th Avenue N.E. St. Petersburg, Florida 33703

The number of directors constituting any subsequent Board of Directors shall be determined in accordance with the Bylaws of the corporation and without amendment to these Articles of Incorporation.

ARTICLE VIII

Incorporators

The name and address of each incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
David J. Butcher	1336 54 th Avenue N.E. St. Petersburg, Florida 33703

ARTICLE IX

Indemnification

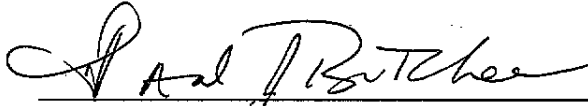
The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by Section 607.0850, Florida Statutes, as amended from time-to-time.

ARTICLE X

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.

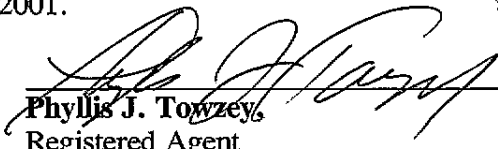


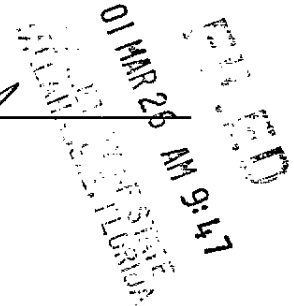
David J. Butcher,
Incorporator

Acceptance of Registered Agent

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 607.0505, Florida Statute.

DATED this 22nd day of March, 2001.


Phyllis J. Towzey,
Registered Agent



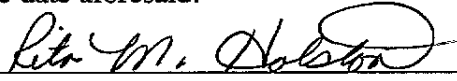
STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, on this 22nd day of March, 2001, personally appeared **David J. Butcher** and **Phyllis J. Towzey**, to me well known to be the persons described in and who signed the foregoing Articles of Incorporation and Acceptance of Registered Agent, and acknowledged to me that they executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.



Rita M. Holston
MY COMMISSION # CC812809 EXPIRES
March 26, 2003
BONDED THRU TROY FAIN INSURANCE, INC.



Print Name: _____
Notary Public for State of Florida
(SEAL)
☒ Personally Known ☐ ID Produced
My Commission Expires: _____