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FLORIDA PROFIT CORPORATION OR P.A.

ABACUS BOOKS, INC.

Certificate of Status	1
Certified Copy	0
Page Count	06
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FAX AUDIT NO. H01000072031 7
ARTICLES OF INCORPORATION
OF
ABACUS BOOKS, INC.

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE
THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER
THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

NAME

The name of this corporation is ABACUS BOOKS, INC.

ARTICLE II

PURPOSE

This corporation may engage in any activity or business permitted under the laws of the
United States and of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have
outstanding at any time is 1000 shares of common stock of One and NO/100 (\$1.00) Dollars per
share par value.

THIS INSTRUMENT WAS PREPARED BY:
JOHN C. DEW, ESQUIRE
HARRIS, BARRETT, MANN & DEW, L.L.P.
P.O. DRAWER 1441
ST. PETERSBURG, FL 33731-1441
(727) 892-3100
FBN: 019411

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ARTICLE IVDURATION

This corporation is to exist perpetually.

ARTICLE VPRINCIPAL OFFICE AND REGISTERED AGENT

The principal office of the corporation shall be located at 13415 Neptune Drive, Hudson, Pasco County, Florida 34667.

The name and street address of the initial registered agent of the corporation in the State of Florida is: Claudette Walker, 13415 Neptune Drive, Hudson, Pasco County, Florida 34667. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

ARTICLE VIINITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. Initially, this corporation shall have one (1) director(s), the name(s) of whom are as follows:

NAMEADDRESS

Claudette Walker

13415 Neptune Drive
Hudson, Florida 34667ARTICLE VIIOFFICERS

The names and addresses of the officers of this corporation are as follows:

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NAME AND OFFICEADDRESS

Claudette Walker/CEO & Treasurer

13415 Neptune Drive
Hudson, Florida 34667ARTICLE VIIICOMMENCEMENT OF CORPORATE EXISTENCE

The existence of this corporation shall commence upon filing with the Secretary of State's office.

ARTICLE IXINDEMNIFICATION

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE XBY-LAWS

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject

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to repeal or change by action of the shareholders.

ARTICLE XIAMENDMENT

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

ARTICLE XIIREMOVAL OF DIRECTORS

Shareholders may remove one or more directors only for cause.

ARTICLE XIIIINCORPORATORS

The names and addresses of the incorporators of this corporation are:

NAMEADDRESS

Claudette Walker

13415 Neptune Drive
Hudson, Florida 34667

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as
Incorporator, by: Claudette Walker.

Dated this 7th day of June, 2001.
CLAUDETTE WALKER

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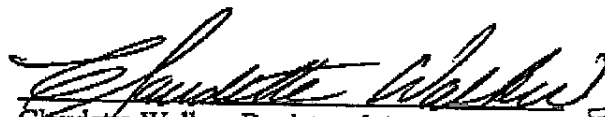
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in
compliance with said Act:

First -- That Abacus Books, Inc., desiring to organize under the laws of the State of
Florida with its principal place of business in Pasco County, Florida, has named Claudette
Walker, located at 13415 Neptune Drive, Hudson, Pasco County, Florida 34667, as its agent to
accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place
designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.


Claudette Walker, Registered Agent

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