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**FLORIDA PROFIT CORPORATION OR P.A.**

**Scholastic Distributor's Association, Inc.**

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$78.75

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## ARTICLES OF INCORPORATION

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.*

### ARTICLE I NAME

The name of the corporation shall be:

**Scholastic Distributor's Association, Inc.**

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

**Scholastic Distributor's Association, Inc.**

**701 S.E. 6th Avenue, Unit 102**

**Delray Beach, FL 33483**

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### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

**100 Shares at No Par Value**

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Mitchell Victor**

**701 S.E. 6th Avenue, Unit 102**

**Delray Beach, FL 33483**

*Prepared By:*

**Bruce B. Hubbard**

**77 East John St.**

**Hicksville, New York 11801**

**1-516-935-3940**

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ARTICLES V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Mitchell Victor  
701 S.E. 6th Avenue, Unit 102  
Delray Beach, FL 33483

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

6th day of August 2002.

A handwritten signature in dark ink, appearing to read 'Mitchell Victor', is written over a horizontal line.

Mitchell Victor - Signature

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: **Scholastic Distributor's Association, Inc.**

2. The name and address of the registered agent and office is:

**Mitchell Victor**

Name

**701 S.E. 6th Avenue, Unit 102**

(P.O. Box or Mail Drop Box NOT Acceptable)

**Delray Beach, FL 33483**

(City / State / Zip)

*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 provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.*



**Mitchell Victor**  
SIGNATURE

**August 6th, 2002**

(Date)

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