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**Chamberlin Law Office**  
*G. Richard Chamberlin, attorney\**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*\*Florida & Georgia Bars only*

September 23, 2002

Secretary of State  
Division of Corporations  
P.O. Box 6327  
409 E. Gaines Street  
Tallahassee, Florida 32399  
Tel: 850-245-6052

Mail to:

4518 SW 44<sup>th</sup> Lane  
Ocala, Florida 34474  
352-694-6714 (voice)  
352-694-7153 (fax)

Re: Small Town Books, Inc.

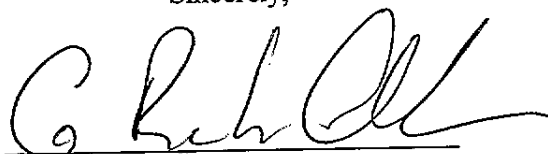
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-09/25/02--01031--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir or Ma'am:

Please find enclosed copies of the following:

1. Original and one copy of the Articles of Incorporation for the above named corporation.
2. Acceptance of Appointment of Registered Agent.
3. Check no. 99 in the amount of \$70.00.
4. Please return a copy of the filed Articles of Incorporation to the following address: 4518 SW 44<sup>th</sup> Lane, Ocala, Florida 34474.

Sincerely,



G. Richard Chamberlin, Esq.

CB—  
9-30

ARTICLES OF INCORPORATION  
OF  
**Small Town Books, Inc.**

**FILED**  
02 SEP 25 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THE UNDERSIGNED**, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

**WITNESSETH:**

**ARTICLE I**  
**NAME**

The name of the Corporation is:

**Small Town Books, Inc.**

**ARTICLE II**  
**DURATION**

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

**ARTICLE III**  
**PURPOSES**

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

**ARTICLE IV**  
**CAPITAL STOCK**

This Corporation is authorized to issue 7,500 shares of Common Stock at \$1.00 par value.

**ARTICLE V**  
**QUORUM FOR STOCKHOLDERS MEETINGS**

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of stockholders.

**ARTICLE VI**  
**PRINCIPAL OFFICE AND INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the corporation's principal office is 4518 SW 44<sup>th</sup> Lane, Ocala, Florida 34474. The street address of the initial registered office of this Corporation is 4518 SW 44<sup>th</sup> Lane, Ocala, Florida 34474, and the name of the initial registered agent of this corporation at such address is Paul R. Chamberlin.

*HAVING BEEN NAMED AS A REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION FOR PROFIT AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.*

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the initial director of the corporation is as follows:

Paul R. Chamberlin  
4518 SW 44<sup>th</sup> Lane  
Ocala, Florida 34474

**ARTICLE VIII**  
**INCORPORATORS**

The name and addressee of the Corporation's incorporator is:

Paul R. Chamberlin  
4518 SW 44<sup>th</sup> Lane  
Ocala, Florida 34474

**ARTICLE IX**  
**INDEMNIFICATION**

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

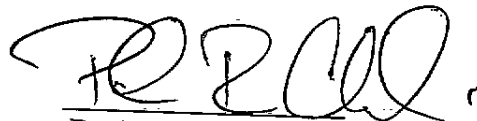
**ARTICLE X**  
**LIMITATION ON STOCKHOLDER SUITS**

Stockholders shall not have a cause of action against the Corporation's Officers, Directors or Agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

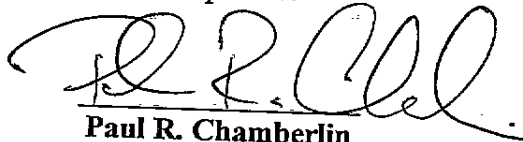
\* \* \*

IN WITNESS WHEREOF, we have subscribed our names this 20th day of September, 2002.

*Signed, Sealed & Delivered  
In Our Presence*



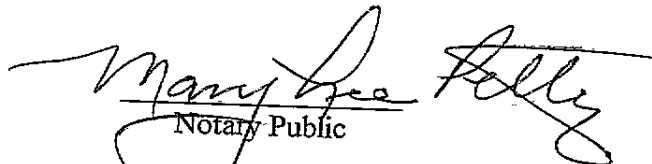
Paul R. Chamberlin  
Incorporator



Paul R. Chamberlin  
Registered Agent

STATE OF FLORIDA    }  
COUNTY OF MARION   } ss.:

THE FOREGOING INSTRUMENT was acknowledged before me, on the <sup>23<sup>rd</sup></sup> ~~20th~~ day of September, 2002, by **Paul R. Chamberlin**, who is personally known to me or who produced FZ DRS Lic as identification and who did/did not take an oath.

  
Notary Public

Mary Lee Petty  
Print Name

commission expiration:  
commission No.:

MARY LEE PETTY  
Notary Public, State of Florida  
My Commission Expires Feb. 1<sup>st</sup> 2003  
Comm No. 802555

**ACCEPTANCE OF APPOINTMENT  
OF REGISTERED AGENT**

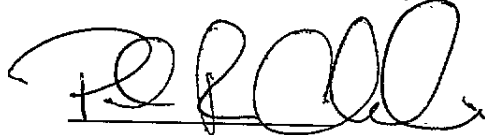
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**HAVING BEEN NAMED AS A REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR SMALL TOWN BOOKS, INC., A CORPORATION FOR PROFIT AT 4518 SW 44<sup>th</sup> Lane, Ocala, Florida 34474, I HEREBY ACCEPT APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.**

**THIS 20<sup>TH</sup> DAY OF September, 2002**



**Paul R. Chamberlin  
4518 Sw 44<sup>th</sup> Lane  
Ocala, Florida 34474  
352-427-6650**