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From: Account Name : ACE INDUSTRIES, INC.
Account Number : 070744001530
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FLORIDA PROFIT CORPORATION OR P.A.

WEST KENDALL BOOKSHELF, INC.

FILED
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DIVISION OF CORPORATIONS
02 OCT -2 PM 3:36

Certificate of Status	0
Certified Copy	1
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H02-206752

**CERTIFICATE OF INCORPORATION OF
WEST KENDALL BOOKSHELF, INC.**

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The undersigned, desiring to form a corporation under the provisions of the Laws of the State of Florida, hereby make, subscribe and acknowledge before a Notary Public and file with the Secretary of State of the State of Florida, a Certificate of Incorporation, as follows:

ARTICLE I - NAME

The name of the corporation shall be:

WEST KENDALL BOOKSHELF, INC

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business which is permitted under the Laws of the State of Florida and the United States of America.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of common Stock outstanding at anyone time shall be FIVE HUNDRED (500) shares, with a par value of ONE DOLLARS (\$1.00) per share, all of one class.

ARTICLE IV - INITIAL CAPITAL

The corporation will begin business with a sum of FIVE HUNDRED DOLLARS (\$500.00) capital, all of which sum has been paid in full by the subscriber hereto.

ARTICLE V - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The principal place of business of the corporation shall be at 9601 South Dixie Highway, Miami, Florida 33156, with the privilege of having branch offices at any other place.

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ARTICLE VII - REGISTERED OFFICE AND AGENT

The registered office of the corporation shall be at 9601 South Dixie Highway, Miami, Florida 33156, and the registered agent shall be STUART G. ELLIOT at that address.

ARTICLE VIII - INCORPORATORS

The name and post office address of each incorporator and subscriber to the Certificate of Incorporation is as follows:

STEVEN D. ELLIOT
9601 South Dixie Highway
Miami, Florida 33156

SHARON R. ELLIOT
9601 South Dixie Highway
Miami, Florida 33156

IN WITNESS WHEREOF, We have affixed my hands and seals hereto this this 27th Day of September, 2002.



STEVEN D. ELLIOT, Incorporator



SHARON R. ELLIOT, Incorporator

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STATE OF FLORIDA

COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared STEVEN D. ELLIOT and SHARON R. ELLIOT, to me known to be the incorporators described in the Certificate of Incorporation of WEST KENDALL BOOKSHELF, INC, and they acknowledged the same, and after being by me first duly sworn, upon their oath, depose and say: That it is in good faith intended to carry out the purposes and objects set forth therein.

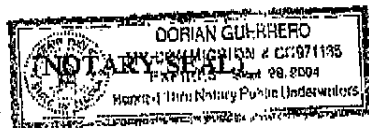
Stuart G. Elliot

STEVEN D. ELLIOT, Incorporator
Sharon R. Elliot

SHARON R. ELLIOT, Incorporator

SWORN TO AND SUBSCRIBED
before me this 27th day of September, 2002.

NOTARY PUBLIC *[Signature]*
Name of Notary: Dorian Guerrero
My Certificate Expires: 9-28-04



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CERTIFICATE OF DESIGNATION
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/registered agent, in the State of Florida.

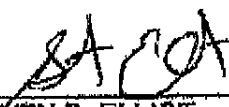
- 1. The name of the corporation is: WEST KENDALL BOOKSHELF INC.
- 2. The name and address of the registered agent and office is:

STUART G. ELLIOT

9601 South Dixie Highway

Miami, Florida 33156

SIGNATURE



STEVEN D. ELLIOT

TITLE:

President

DATE:

September 27, 2002

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

STUART G. ELLIOT

DATE:

September 27, 2002

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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