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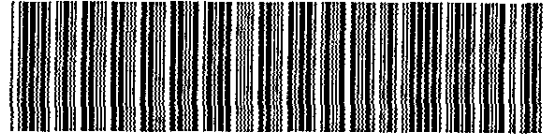
(Business Entity Name)

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DIVISION OF CORPORATIONS
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November 25, 2002

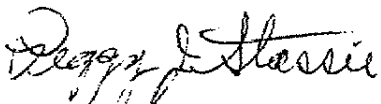
Division of Corporations
Department of State
P O Box 6327
Tallahassee, FL 32314

Gentlemen:

Enclosed please find the Articles of Incorporation for The Book Rack of Davenport, Inc. along with a check in the amount of \$70.00 for the filing fee and designation of the registered agent.

Also enclosed is a photocopy of the Articles. Please return this to me with the filing date stamped on it.

Thank you,


~~Peggy Stassie~~ STASSIE
147 Quail Ridge Ct
Davenport, FL 33897

ARTICLES OF INCORPORATION

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1. The name of the Corporation is: The Bookrack of Davenport
2. The principal place of business and mailing address of the Corporation is:
147 Quail Ridge Ct
Davenport, FL 33897
3. The Corporation shall have the authority to issue 1000 shares of common stock, in one class only with a par value of \$ 1.00
4. The Registered Agent of the Corporation is Howard Grater, whose address is 9172 Montecello Dr., Orlando, FL 32818
5. The initial Board of Directors shall have 1 member whose name and address(es) is/are as follows: Peggy Staffie STASSIE
147 Quail Ridge Ct
Davenport, FL 33897

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

- STASSIE
6. The incorporator of this corporation is Peggy Staffie, whose address is 147 Quail Ridge Ct., Davenport, FL 33897

Dated: November 25, 2002

Peggy J. Stassie Incorporator

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 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.

Dated: November 25, 2002

Howard Grater Registered Agent