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9/4/08

**COVER LETTER**

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

**SUBJECT:** Titletown Textbooks, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00      ☒ \$78.75  
Filing Fee      Filing Fee  
                         & Certificate of Status

☐ \$78.75      ☐ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                         & Certificate of  
                         Status

**ADDITIONAL COPY REQUIRED**

**FROM:** MCDavid AND COMPANY, CPA'S

Name (Printed or typed)

4711 NW 53 AVENUE

Address

GAINESVILLE, FLORIDA 32653

City, State & Zip

(352) 373-1080

Daytime Telephone number

**NOTE:** Please provide the original and one copy of the articles.

**EFFECTIVE DATE**

**08/29/08**

**ARTICLES OF INCORPORATION  
OF  
TITLETOWN TEXTBOOKS, INC.**

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DIVISION OF CORPORATIONS

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**Article I**

*Name.* The name of this Corporation shall be: Titledown Textbooks, Inc.

**Article II**

*Principal Office.* The mailing address of the principal office of the Corporation is:

1202 NW 9 Avenue  
Gainesville, FL 32601

The street address of the principal office of the Corporation is:

1202 NW 9 Avenue  
Gainesville, FL 32601

**Article III**

*Duration.* The period of duration of this Corporation shall be perpetual, commencing on the date of execution and acknowledgment of these articles.

**Article IV**

*Purpose.* The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act including, but not limiting, the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, notes, mutual funds, investment trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

**Article V**

*Capital Stock.* This Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

**Article VI**

*By-Laws.* The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

**Article VII**

*Initial Registered Office and Agent.* The street address of the initial registered office of this Corporation is 1202 NW 9 Avenue, Gainesville, FL 32601, and the name of the initial registered agent of this Corporation at that address is Kenneth F. Roberts.

Article VIII

*Initial Board of Directors.* This Corporation shall have one (1) Director initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The name and address of the initial Director of this Corporation is:

Kenneth F. Roberts  
1202 NW 9 Avenue  
Gainesville, FL 32601

Article IX

*Incorporator.* The name and address of the person signing these Articles is Kenneth F. Roberts, 1202 NW 9 Avenue, Gainesville, FL 32601.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 29 day of August, A.D. 2008.

  
KENNETH F. ROBERTS  
Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Titledown Textbooks, Inc., which is contained in the foregoing Articles of Incorporation.

DATED this 29 day of August, 2008

  
KENNETH F. ROBERTS  
Registered Agent

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