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Florida Department of State
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DIVISION OF CORPORATIONS

FLORIDA PROFIT/NON PROFIT CORPORATION

the lion's end antiquarian books, inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
THE LION'S END ANTIQUARIAN BOOKS, INC.

ARTICLE I - NAME

The name of this Corporation is
THE LION'S END ANTIQUARIAN BOOKS, INC.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date these Articles are filed.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue five hundred shares of
\$1.00 par value, which said shares, shall be designated as "Common Shares"

ARTICLE V - INITIAL REGISTERED AND PRINCIPAL OFFICE AND AGENT

The street address of the initial registered and principal office

Of the Corporation is:

13360 BISCAYNE BAY DRIVE

NORTH MIAMI, FL 33181

The name of the Initial Registered Agent of this

Corporation is:

JASON ROSENFELD

MICHAEL K. FISH, C.P.A., P.A.
7700 N. KENDALL DRIVE
SUITE 606
MIAMI, FL 33156

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) initial director. The number of directors may increase from time to time by the By-laws but shall never be less than one (1). The name and address of the initial director of this Corporation is:

JASON ROSENFELD
13360 BISCAYNE BAY DRIVE
NORTH MIAMI, FL 33181

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

JASON ROSENFELD
13360 BISCAYNE BAY DRIVE
NORTH MIAMI, FL 33181

ARTICLE VIII

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend, rescind, or repeal any provisions contained in these Articles of Incorporation, and amendment thereof, and any right conferred upon the shareholders herein to this reservation.

APPROVED
AND
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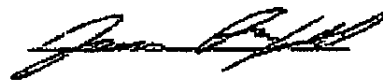
ARTICLE X - INDEMNIFICATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Corporation shall indemnify any officer or director, or any
former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed

These Articles of Incorporation this 10th day of February, 2011.

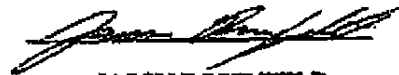


JASON ROSENFELD

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of
process for the above-stated Corporation, at a place designated
in these Articles of Incorporation, I hereby agree to act in that
capacity, to comply with the provisions of Florida Statutes
Section 48.091 and any amendments thereto, and to comply with the
Provisions of all other Statutes related to the proper and
complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand on
this 10th day of February, 2011.



JASON ROSENFELD

Registered Agent

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