

EVACK - KLEMM, P.A.

ROBERT E. KLEMM
ROBERT KLEMM
ROBERT KLEMM
JAMES A. LAVAGE
DEANNE M. CARDEN
ANDREW M. WILSON, SECRETARY

ROBERT E. KLEMM
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February 23, 1995

ROBERT E. KLEMM
ROBERT KLEMM

RE: Incorporation of Stat
Division of Corporations
Post Office Box 627
Tallahassee, Florida 32301

RECORDED FEB 23, 1995
SEARCHED INDEXED
***** 100-*****

Re: Book King, Inc.

Dear Sir:

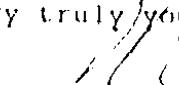
Enclosed herewith please find two original executed Articles of Incorporation for the above referenced corporation, Certificate of Designation Registered Agent/Registered Office, along with our check in the amount of \$122.50 to cover the cost of the following:

Filing fee	\$ 35.00
Certification & Return of Copy	52.50
Registered Agent - Registration	35.00
 Total	 \$122.50

Kindly return the Certificate of Incorporation along with the certified copy of the Articles of Incorporation to me at the above address.

Thank you for your attention to this matter.

Very truly yours,


Russell E. Klemm

REK:lp

cc: [unclear]

RECORDED
SEARCHED INDEXED
FEB 23, 1995
100-*****

T. BROWN MAR - 3 1995

ARTICLES OF INCORPORATION
OF
BOOK KING, INC.

95 MAR 2 1978
FILED
SECRETARIAL
TALLAHASSEE, FLA.
RECEIVED
1978
FLORIDA
CORPORATION
COMMISSION

The undersigned natural person, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is Book King, Inc., a Florida corporation.

ARTICLE II

The principal place of business and mailing address of this corporation shall be:

3725 49th Street N.
St. Petersburg, FL 33710

ARTICLE III

The corporation shall have perpetual existence.

ARTICLE IV

This corporation is organized for the purpose of any and all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE V

The corporation is authorized to issue a total of 5,000 shares. Such shares shall be of a single class and shall have no par value.

ARTICLE VI

All issued stock shall be held of record by not more than ten persons or entities and shall be issued and transferable only to persons or entities who are not non-resident alien.

ARTICLE VII

Stockholders of the corporation shall have the preemptive right to subscribe to any and all additional issues of stock of the corporation.

ARTICLE VIII

The street address of the initial registered office of the corporation is 2480 East Bay Drive, Suite 17, Clearwater, FL 34641 and the name of the initial registered agent of the corporation at that address is Vincent Iampieri.

ARTICLE IX

The initial board of directors shall be comprised of the following:

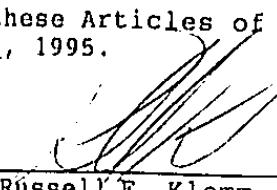
Vincent Iampieri	Director
Phyllis Iampieri	Director

ARTICLE X

is: The name and address of the incorporator of the corporation

Russell E. Klemm, Esquire
Staack and Klemm, P.A.
600 Cleveland Street, Suite 760
Clearwater, FL 34615

The undersigned has executed these Articles of Incorporation
this 25 day of February, 1995.



Russell E. Klemm, Incorporator

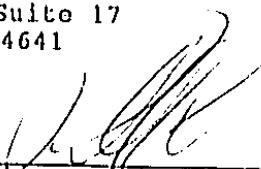
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

95 MAR 2 1982
FILED
TALLAHASSEE, FLORIDA
SECRETARIAL OFFICE
RECEIVED

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: Book King, Inc.
2. The name and address of the registered agent and office is:

Vincent Iampieri
2480 East Bay Drive, Suite 17
Clearwater, FL 34641

SIGNATURE 
Russell E. Klemm

TITLE True Author

DATE 2-25-95

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 I am familiar with and accept the obligations of my position as Registered Agent.

SIGNATURE Vincent Iampieri
Vincent Iampieri
DATE 2/25/95