

19500017742

TO: FLORIDA SECRETARY OF STATE
DIVISION OF CORPORATIONS
POBox 6327
TALLAHASSEE, FLORIDA 32314

RE: LYA'A BOOKS ARTIFACTS AND MORE, INC.

Please find enclosed 2 copies of the Articles of Incorporation and the necessary fees. Please record same and return the issued State Charter or other Certification to my attention. A certified copy is not required at this time. Should you require anything further, please feel free to call me at 407-330-0991.

Thank you for your assistance and attention in this matter.

Respectfully,

BYRON L. RAMBO
RAMBO & COMPANY, P.A.
212 NORTH PARK AVE.
SANFORD, FLORIDA 32771
407-330-0991

EFFECTIVE DATE

FEB 27 1995

FILED
95 MAR -2 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN MAR - 3 1995

ARTICLES OF INCORPORATION FOR A CORPORATION
FOR PROFIT

The undersigned execute these Articles of Incorporation for the purpose of establishing a Corporation under the laws of the State of Florida for the following corporation:

A. NAME AND ADDRESS OF THIS CORPORATION:

LYA'S BOOKS ARTIFACTS AND MORE, INC.
3105 ORLANDO DRIVE
SANFORD, FLORIDA 32773

B. AUTHORIZED SHARES, MAXIMUM NUMBER, AND PAR VALUE PER SHARE:

One thousand shares (1000) at One Dollar (\$1.00)
(as membership certificates)

C. INCORPORATOR/INITIAL DIRECTOR/REGISTERED AGENT AND REGISTERED ADDRESS:

LIA KEEN
3105 ORLANDO DRIVE
SANFORD, FLORIDA 32773

EFFECTIVE DATE
FEB 27 1995

D. The Articles of Incorporation for this Corporation are set forth on the reverse hereof and are incorporated herein by reference.

IN WITNESS WHEREOF, I execute these Articles of Incorporation, accept designation as Registered Agent of this Corporation and agree to comply with all laws relating to Registered Agents.

Lia Keen

INCORPORATOR/ REGISTERED AGENT, and
INITIAL DIRECTOR

ACKNOWLEDGMENT

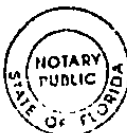
STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE the undersigned authority personally appeared the Incorporator/Registered Agent/Initial Director, known to me to be the person described in and who executed the foregoing Articles of Incorporation and said person acknowledged executing the same for the purposes set forth therein.

Byron Rambo
NOTARY PUBLIC AT LARGE
STATE OF FLORIDA

DATED ON: *2/27/95*

(SEAL)



BYRON RAMBO
My Comm Exp. 8/03/97
Bonded By Service Ins
No. CC305217

[[Notary Public]]

[[Date]]

ARTICLE 1: AUTHORIZED SHARES OF STOCK: All or any portion of the stock of this corporation may be issued for cash, property, service, or rights, or any other thing having value at least equal to the full value of the stock being issued. Neither promissory notes nor future service shall constitute part or full payment for the issuance of such shares. All issued shares shall be fully paid and non assessable as though fully paid for in cash. The shareholders shall be the judges of the value of their property, rights, etc., exchanged for the subject shares and their judgment shall be conclusive. The stockholders shall have the right to increase the amount of authorized shares, either with or without nominal or par value and to provide the designation, preference, voting power of, and any other restrictions on the same.

ARTICLE 2: CORPORATE PURPOSES AND POWERS: This corporation shall have all powers conferred upon such corporations by the State of Florida as amended from time to time and may engage in any business or activity allowed by law.

ARTICLE 3: CORPORATE COMMENCEMENT AND EXISTENCE: This corporation shall exist in perpetuity, and shall commence on the date of execution of these Articles if the same shall be filed with the Secretary of the State of Florida within 5 days of said execution. If the Articles are not filed within 5 days of execution, then the corporation shall commence on the date filed with the Secretary of the State of Florida.

ARTICLE 4: STATED CAPITAL: The stated capital of this corporation shall be the sum of the par value of all shares having par value that have been issued and not cancelled. The amount of the consideration received by the corporation for all shares of this corporation without par value that have been issued, except such part of the consideration thereof, that has been allocated to capital surplus in a manner permitted by law; and such amounts not included immediately above that had not been transferred to stated capital of this corporation, whether upon the issue of shares as a share dividend or otherwise, minus all deductions from the sums that have been effected in a manner by law.

ARTICLE 5: AMENDMENTS TO ARTICLES: Every amendment to the Articles shall be upon a majority vote of all shareholders entitled to vote at a meeting called for such purposes.

ARTICLE 6: STOCKHOLDERS ACTING IN LIEU OF DIRECTORS:

(a) The business of this corporation shall be conducted by the shareholders acting in lieu of a Board of Directors. The stockholders shall be deemed directors upon their purchase and the issuance of stock certificates by the corporation. Any action required by law to be performed by directors shall be taken by the shareholders acting as directors.

(b) The initial Director(s) shall hold the organizational meeting of this corporation or otherwise certify that such was done and conducted.

(c) Any action of the stockholders may be taken without a formal meeting of the same, provided that all shareholders entitled to vote sign such consent, as if such meeting had been held.

The signed consent shall be deemed to be a unanimous vote of the shareholders.

(d) By mutual consent, the shareholders may limit the transfer, pledging, devising, and bequeathing of the stock of this corporation and all other matters permitted by law.

e) Treasury shares or other unissued shares may be issued for acquisition of this corporation convertible into a right to subscribe or acquire shares of this corporation and containing such conditions or rights including permitting rights, as the shareholders may deem proper.

(f) The shareholders of this corporation may approve the reasonable charges and expenses of incorporating this corporation, including all fees and costs and the reasonable expenses and compensation for the sale or underwriting of the shares of this corporation. The same may be allowed to be paid out of the consideration received by the corporation for the issuance of the shares without thereby impairing the fully paid and non-assessable status of such shares.

ARTICLE 7: OFFICERS: In addition to the shareholders, the business of this corporation shall be conducted by such officers as may be set forth in the By-Laws of this corporation.

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