

P 9600023681

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March 6, 1996

Department of State  
Corporate Records Division  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Textbooks for Less, Inc.

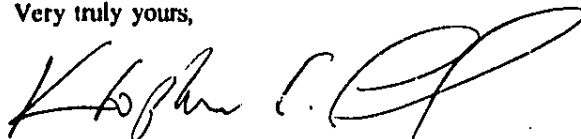
Dear Sir/Madam:

Enclosed are the following:

1. Articles of Incorporation for the above-referenced entity.
2. Acceptance by Registered Agent and Registered Office.
3. Check in the amount of \$70.00 to cover filing fees.

Enclosed you will also find a photocopy of the Articles. Please return the copy to me with the filing date stamped on it.

Very truly yours,



Kristopher E. Fernandez

Enclosures

F. CHESSEY MAR 18 1996

## ARTICLES OF INCORPORATION

OF

### TEXTBOOKS FOR LESS, INC.

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation and forms a for-profit corporation (the "Corporation") under the laws of the State of Florida, as follows:

EFFECTIVE DATE  
3-5-96

#### 1. NAME

The name of the Corporation is:

Textbooks for Less, Inc.

#### 2. TERM OF EXISTENCE

The date when the corporate existence shall commence shall be the date of the execution of these Articles of Incorporation, and the Corporation shall have perpetual existence thereafter.

#### 3. PURPOSE

The purpose for which the Corporation is organized is to transact any and all business for which a corporation may be incorporated under Florida laws, including the ownership and operation of real property.

#### 4. CAPITAL STOCK

The Corporation shall have the authority to issue 100 shares of common stock, in one class only, each with a par value of \$1.00.

#### 5. REGISTER AGENT AND OFFICE PRINCIPAL OFFICE AND ADDRESS

The registered agent of the Corporation shall be Jerry L. Joyce.

The registered office address shall be 204 N. MacDill Avenue, Tampa, Florida 33609.

The principal place of business will be 5600 W. Colonial Drive, #307, Orlando, Florida, 32808. The mailing address of the Corporation shall be the same.

FILED  
MARCH 13 1996  
CLERK OF CIRCUIT COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE COUNTY OF DALLAS  
STATE OF TEXAS

## 6. BOARD OF DIRECTORS

The Initial Board of Directors shall have one member whose name and address is as follows:

Francis Stuart Smith, 1104 W. Woodlawn Avenue, Tampa, Florida 33603.

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.

## 7. INCORPORATOR

The incorporator of this Corporation is Kristopher E. Fernandez, whose address is 307 South Boulevard, Tampa, Florida 33606.

*5th* In witness thereof, the undersigned Incorporator has executed these Article of Incorporation this day of March, 1996.

  
Kristopher E. Fernandez

FILED  
95 MAR 13 AM 8:41  
TAMPA, FLORIDA

## ACCEPTANCE BY REGISTERED AGENT AND REGISTERED OFFICE

Having been named Registered Agent and designated to accept service of process for Textbooks for Less, Inc., at 204 N. MacDill Avenue, Tampa, Florida 33609, I hereby agree to act in this capacity. I further agree to comply with all the provisions of all the statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations provided for in Section 607.325, Florida Statutes.

  
Jerry L. Joyce  
Registered Agent

P96000023681

Robert J. Lundy  
201 S. Orlando Ave.  
Tampa, FL  
33602

City/State/Zip

Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_ (Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

800001850578  
86/04/96 81142-024  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment <b>NC</b>
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SH/11  
FILED  
96 JUN -3 AM 11:20  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

TEXTBOOKS FOR LESS, INC.

(present name)

FILED  
96 JUN -3 AM 11:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

**ARTICLE 1: NAME**

The name of this Corporation is changed to:

L & S PROPERTIES OF TAMPA BAY, Inc.

**ARTICLE 5: PLACE OF BUSINESS**

The principal place of business will be:

801 S. Orleans St  
Tampa, Florida 33606

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: May 1, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 1<sup>st</sup> day of May, 19 96

Signature

Francis Stuart Smith  
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Francis Stuart Smith

Typed or printed name

President

Title