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FILED
96 MAY 22 AM 9 25
SECRET
TALLAHASSEE, FLORIDA

Jalapeño Book Co.
1011 SW 42 Ave.
Suite 4
Coral Gables, Florida 33134

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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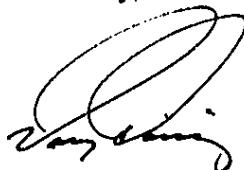
Re: Articles of Incorporation for *Jalapeño Book Co.*

Dear Sir/Madam:

Enclosed herewith for filing please find the Articles of Incorporation for the above-referenced corporation and a check for \$ 122.50.

Please send the Certified Copy of the Articles to the return address above in my name. Thank you for your prompt attention to this matter.

Sincerely,



Nancy Dominguez
Jalapeño Book Co.

KA
5-30-96

**ARTICLES OF INCORPORATION
FOR
JALAPEÑO BOOK CO.**

FILED
96 MAY 22 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I: NAME

The name of this Corporation shall be:

Jalapeño Book Co.

ARTICLE II: PRINCIPAL OFFICE

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

**1011 Southwest 42nd Avenue
Suite 4
Coral Gables, Florida 33134**

ARTICLE III: BUSINESS PURPOSE

The business purpose of this corporation is primarily to engage in the business of book distribution. The corporation reserves the right to enter into any other lawful corporate business purpose in the future.

ARTICLE IV: STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **100**.

The Par Value for each authorized share or classes of shares is: **\$ 1.00**.

Shares of stock will not be divided into classes.

ARTICLE V: CORPORATE OFFICERS

& DIRECTORS

The officers of this corporation shall consist of a board of directors, a president, vice-president, secretary and treasurer.

The initial names and addresses of the Chief Executive Officer, President, vice-president, Secretary are:

CHIEF EXECUTIVE OFFICER _____	Nancy Dominguez
PRESIDENT _____	Nancy Dominguez
VICE-PRESIDENT _____	Nancy Dominguez
SECRETARY _____	Nancy Dominguez
TREASURER _____	Nancy Dominguez

ARTICLE VI: INTENTION TO QUALIFY

It is the intention of the Board of Directors to ensure that this Professional Corporation qualifies as a domestic small business pursuant to a written plan under § 1244 I.R.C..

ARTICLE VII:

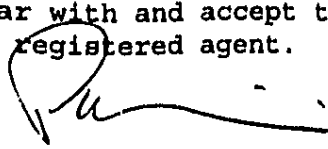
A. INITIAL REGISTERED AGENT AND STREET ADDRESS:

The name and address of the initial registered agent is:

Peter D. Weinstein, Esq.
2033 Main Street
Suite 301
Sarasota, Florida 34237

B. ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the **Jalapeno Book Co.** 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.



PETER D. WEINSTEIN, ESQ.
FLA. BAR NO.: 0913502

May 17, 1996

DATE

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96 MAY 22 AM 9:26
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TALLAHASSEE, FLORIDA

ARTICLE VIII: INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

**Nancy Dominguez
1011 SW 42 Ave. # 4
Coral Gables, Florida 33134**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 17th day of May, 1996.



Nancy Dominguez