

P96000051277

June 12, 1996

Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL. 32314

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-06/17/96--01016--008
***122.50 ***122.50

To the Division of Corporations:

Enclosed you will find the Articles of Incorporation of BOOKS & MAS, INC. with a designation of registered agent and a check for \$122.50. I would like to receive a certified copy; but I am also sending you a copy, so you can send it to me as soon as possible with the filing date stamped on it in the enclosed prepaid envelop.

I appreciate your prompt and kind assistance in this matter. If you need any further information, I can be contacted at:

5246 S.W. 8th Street
Coral Gables, FL. 33134
(305)448-4825

Sincerely,

America Alvarez
America Alvarez

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 14 AM 9:58

UFW 6-17-96

**ARTICLES OF INCORPORATION
OF
BOOKS & MAS, INC.
(Name of Corporation)**

FILED
SECRETARY OF STATE
95 JUN 14 AM 9:59

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

ARTICLE 1: NAME

The name of the corporation shall be: BOOKS & MAS, INC.

ARTICLE 2: PRINCIPAL PLACE OF BUSINESS

The principal place of business and the mailing address of this corporation shall be: 5246 S.W. 8TH STREET, CORAL GABLES, FL. 33134.

The Board of Director(s) may from time to time move the principal place of business to any other address in the State of Florida and establish subsidiaries.

ARTICLE 3: SHARES

All stock issued by this Corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any time is ONE HUNDRED (100).

ARTICLE 4: INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent is SUSANA G. FERNANDEZ whose registered office is located at the place of business stated in Article 2 above.

ARTICLE 5: INCORPORATORS

The name and street addresses of the incorporators to these Articles of Incorporation are:

1) ORESTES ALVAREZ JR.
10340 S.W. 68 STREET
MIAMI, FL 33173

2) SUSANA G. FERNANDEZ
15441 S.W. 160 STREET
MIAMI, FL. 33187

3) AMERICA ALVAREZ
10340 S.W. 68 STREET
MIAMI, FL. 33173

4)ADA A. GUTIERREZ 5)ARMANDO F. GUTIERREZ 6)MAGDALENA ALVAREZ
 8781 S.W. 110 STREET 8781 S.W. 110 STREET 10340 S.W. 68 STREET
 MIAMI, FL. 33176 MIAMI, FL. 33176 MIAMI, FL. 33173

The undersigned incorporators have executed these Articles of Incorporation
 this 15TH Day of APRIL, 1996.

Orestes Alvarez Jr. Susana Fernandez America Alvarez
 ORESTES ALVAREZ JR. SUSANA G. FERNANDEZ AMERICA ALVAREZ

Ada Gutierrez Armando F. Gutierrez Magdalena Alvarez
 ADA A. GUTIERREZ ARMANDO F. GUTIERREZ MAGDALENA ALVAREZ

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 56 JUN 14 AM 9:59

ARTICLE 6: CERTIFICATE OF DESIGNATION OF REGISTERED
 AGENT/REGISTERED OFFICE

Pursant to Florida law, the undersigned Corporation organized under the
 laws of the State of Florida submits the following statement in designating
 the registered agent and office, in the State of Florida.

1. The name of the corporation is: BOOKS & MAS, INC.
2. The name and address of the registered agent and office is:
 SUSANA G. FERNANDEZ
 5246 S.W. 8TH STREET
 CORAL GABLES, FL. 33134

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PRO-
 CESSION 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 PROVI-
 SIONS 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.

Susana Fernandez
 SUSANA G. FERNANDEZ
 REGISTERED AGENT

Date: APRIL 15, 1996