

P96000057308

July 1, 1996

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

100001854441
-07/05/96--01014--011
*****70.00 *****70.00

RE: All About Me Personalized Children's Books, Inc.

To Whom It May Concern:

Enclosed is an original and copy of Articles of Incorporation for the above referenced corporation. In addition, a check in the sum of \$70.00 is enclosed to cover the following fees:

Filing Fee \$35.00

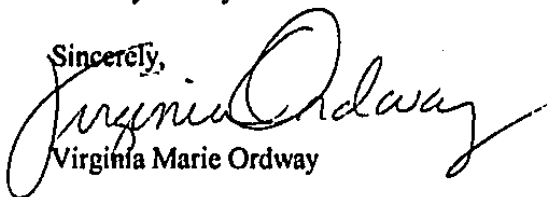
Registered Agent Fee \$35.00

Total \$70.00

Please file the original of the enclosed Articles of Incorporation. If you have any questions, or I may be of assistance, please contact me daytime at 904-396-9963 or by mail at 5245 Cluster Oaks Ct., Jacksonville, Florida 32258.

Thank you for your assistance.

Sincerely,


Virginia Marie Ordway

Virginia Marie Ordway
Name (printed or typed)

5245 Cluster Oaks Court
Address

JACKSONVILLE, FL 32258
City, State & Zip

904-396-9963
Daytime Telephone number

TH
7-9-96

ARTICLES OF INCORPORATION
OF
ALL ABOUT ME
PERSONALIZED CHILDREN'S BOOKS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby subscribes to these Articles of Incorporation to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME AND DURATION

The name of the corporation is **All About Me Personalized Children's Books, Inc.** The duration of the Corporation is perpetual.

ARTICLE II - COMMENCEMENT

Corporate existence shall begin at the date of the signing and acknowledging of these Articles of Incorporation provided that all of the requirements of law are met.

ARTICLE III - PURPOSE

1. This corporation is organized for the purpose of transacting and engaging in any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.
2. In furtherance of its corporate purposes, the corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which this corporation is authorized to issue is 100 shares of common stock (designed as "common shares") having a par value of one dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The street address in the State of Florida of the initial registered office of this corporation is 5245 Cluster Oaks Court, Jacksonville, Florida 32258; the mailing address of the corporation is the same as the street address referenced above; the registered agent of this corporation is Virginia Marie Ordway, 5245 Cluster Oaks Court, Jacksonville, Florida 32258.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

1. This corporation shall have two (2) directors initially. The number of directors may be increased or decreased as provided by the By-Laws from time to time; provided, however, there shall never be less than one.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The name and mailing address of the initial directors are:

Virginia M. Ordway
5245 Cluster Oaks Court
Jacksonville, FL 32258

Eric J. Ordway
5245 Cluster Oaks Court
Jacksonville, FL 32258

ARTICLE VII - INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is:

Virginia Marie Ordway
5245 Cluster Oaks Court
Jacksonville, FL 32258

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the stockholder is subject to this reservation.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any incorporator, officer or director, or any former incorporator, officer or director, to the full extent permitted by law.

ARTICLE X - PRE-EMPTIVE RIGHTS OF STOCKHOLDERS RESERVED

The stockholders of this corporation, unless these Articles of Incorporation are hereafter amended, shall have pre-emptive rights.

SIGNED by the Incorporator this 2nd day of July, 1996.


Virginia Marie Ordway

STATE OF FLORIDA)
) ss
COUNTY OF DUVAL)

The foregoing instrument was acknowledge before me this 2nd day of July, 1996, by
Virginia Marie Ordway, the incorporator who signed the foregoing Articles.



JANET LYNN WINKLE
My Commission CC380878
Expires Oct. 28, 1997
Bonded by HAI
800-422-1868


Notary Public, State of Florida
My commission expires:

SEAL
STATE
TALLAHASSEE, FLORIDA

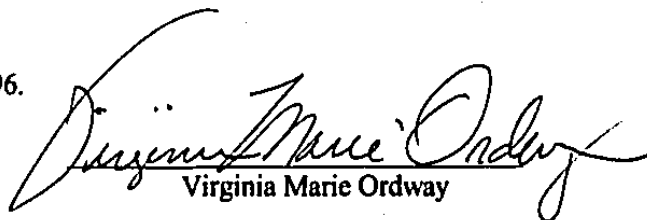
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ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been designated and appointed as Registered Agent for All
About Me Personalized Children's Books, Inc. in the foregoing Articles of Incorporation, does
hereby accept the said appointment and designation as Registered Agent to act as contemplated
by Florida Business Corporation Act.

DATED this 2nd day of July, 1996.


Virginia Marie Ordway