

P96000063610

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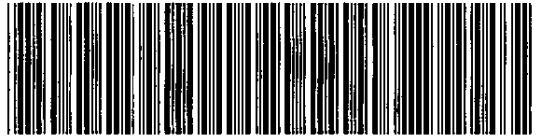
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Amended
4/16/09
12



Eric A. French
(404) 437-7022
efrench@schiffhardin.com

ONE ATLANTIC CENTER, SUITE 2300
1201 WEST PEACHTREE STREET
ATLANTA, GEORGIA 30309
t 404.437.7000
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www.schiffhardin.com

April 13, 2009

VIA FEDERAL EXPRESS

Florida Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Regarding: A Beka Book, Inc.
2008 Not-For-Profit Corporation Amended Annual Report
Document Number P96000063610**

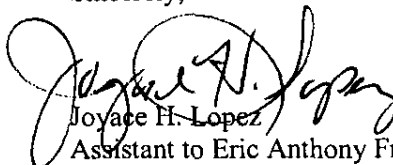
To Whom It May Concern:

In connection with the above referenced filing, enclosed please find the following:

1. One (1) Executed copy of the Articles of Amendment for A Beka Book, Inc.; and
2. Our firm check in the amount of \$43.75, for the Filing Fee and Certificate of Status.

Please file the Articles of Amendment and return a Certificate of Status to me at the address above. If you have any questions regarding the enclosed, please feel free to telephone me at 404.437.7067.

Sincerely,


Joyce H. Lopez
Assistant to Eric Anthony French

EAF:jhl
Enclosures

ATX8165195.1

ATX8160131.1

CHICAGO | WASHINGTON | NEW YORK | LAKE FOREST | ATLANTA | SAN FRANCISCO

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: A Beka Book, Inc. +

DOCUMENT NUMBER: P96000063610 +

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Eric A. French
(Name of Contact Person)

Schiff Hardin LLP
(Firm/ Company)

1201 W Peachtree St Suite 2300
(Address)

Atlanta, GA 30309
(City/ State and Zip Code)

For further information concerning this matter, please call:

Joyace H. Lopez at (404) 437-7067
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|---|---|--|
| <input type="checkbox"/> \$35 Filing Fee | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|--|---|---|--|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
A BEKA BOOK, INC.**

In accordance with Sections 607.1003, 607.1006 and 607.1007 of the Florida Business Corporation Act (the "Act"), A Beka Book, Inc., a Florida corporation (the "Corporation"), hereby amends and restates in its entirety its Articles of Incorporation as follows:

**ARTICLE I
NAME**

The name of this Corporation shall be A Beka Book, Inc.

**ARTICLE II
PURPOSE**

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under the Act.

**ARTICLE III
CAPITAL STOCK**

The Corporation is authorized to issue twenty million (20,000,000) shares of common stock, each share with a par value of \$1.00. No other class or type of stock will be issued.

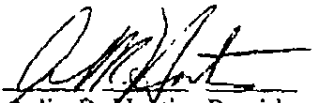
**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The street address of the principal office and registered office of the Corporation is 250 Brent Lane, Pensacola, Florida 32503, and the name of the registered agent of the Corporation is Dr. Arlin R. Horton.

Following the recommendation of the Board of Directors, and submission of these Amended and Restated Articles of Incorporation by the Board of Directors to the Corporation's sole shareholder, these Amended and Restated Articles of Incorporation were approved by the Corporation's sole shareholder, with the number of votes cast being sufficient for approval. The date of the adoption of the amendments contained herein is December 31, 2008.

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09 APR 14 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned, in his capacity as a duly authorized officer of the Corporation, has executed these Amended and Restated Articles of Incorporation as of this 31st day of December, 2008.

By: 
Dr. Arlin R. Horton, President.
A Beka Book, Inc.

ATX8159515.2