

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY RAP _____

WALK-IN Will Pick Up 1:30 11/13 11/13

RE: Partnership Books
Inc.

| | C.C. FEE. | DISBURSED |
|--|---------------|---------------|
| Capital Express™ | | |
| <input checked="" type="checkbox"/> Art. of Inc. File | | |
| Corp. Record Search | | |
| Ltd. Partnership File | | |
| Foreign Corp. File | | |
| <input checked="" type="checkbox"/> () Cert. Copy(s) | | |
| Art. of Amend. File | | |
| <input checked="" type="checkbox"/> Dissolution/Withdrawal | | |
| C.U.S. <u>95</u> | | |
| Fictitious Name File | | |
| Name Reservation | | |
| Annual Report/Reinstatement | <u>131.25</u> | <u>131.25</u> |
| Reg. Agent Service | | |
| Document Filing | | |
| Corporate Kit | | |
| Vehicle Search | | |
| Driving Record | | |
| Document Retrieval | | |
| UCC 1 or 3 File | | |
| UCC 11 Search | | |
| UCC 11 Retrieval | | |
| File No.'s, Copies | | |
| Courier Service | | |
| Shipping/Handling | | |
| Phone () | | |
| Top Priority | | |
| Express Mail Prep. | | |
| FAX () pgs. | | |
| SUBTOTALS | | |

| | |
|--------------------------------|----|
| FEE..... | \$ |
| DISBURSED..... | \$ |
| SURCHARGE..... | \$ |
| TAX on corporate supplies..... | \$ |
| SUBTOTAL..... | \$ |
| PREPAID..... | \$ |
| BALANCE DUE..... | \$ |

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

**PHYLLIS NOLA
615 DOLLARSPOT COURT
WELLINGTON, FL 33414
(561) 793-3657**

December 31, 1996

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

Re: Articles of Incorporation;
Parthenon Books, Inc.

Dear Sir or Madam:

Enclosed please find an executed original and one copy of the Articles of Incorporation of Parthenon Books, Inc. Please file the original pursuant to Section 607.164 of the Florida Statutes and certify and return the copy to me.

Enclosed is a check payable to the Secretary of State in the amount of \$131.25 in payment of the following fees:

1. \$70.00 filing fee (which includes filing Certificate of Designation and Acceptance of Resident Agent);
2. \$52.50 for a certified copy of certificate; and
3. \$8.75 for one certificate under seal.

Very truly yours,


Phyllis Nola

Enclosures

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
PARTHENON BOOKS, INC.

FILED
97 JAN -3 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida Statutes, adopts the following Articles of Incorporation:

First: The name of the corporation is:

PARTHENON BOOKS, INC.

Second: The principal office of the corporation is:

c/o Phyllis Nola
615 Dollarspot Court
Wellington, FL 33414

The mailing address of the corporation is:

c/o Phyllis Nola
615 Dollarspot Court
Wellington, FL 33414

Third: The period of its duration is perpetual unless sooner dissolved.

Fourth: The general purpose or purposes for which the corporation is organized are to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida Statutes.

Fifth: The Board of Directors of the corporation shall consist of such number as the shareholders may select at each annual meeting of shareholders.

Sixth: The aggregate number of shares which the corporation shall have authority to issue is 1000 shares, and the par value of each such share is One Dollar (\$1.00). All such shares are of one class and are designated as common stock.


Seventh: The street address of the initial registered office of the corporation is 615 Dollarspot Court, Wellington, FL 33414 and the name of the initial registered agent at such address is Phyllis Nola.

Eighth: The initial Board of Directors of the corporation shall consist of one person. The name and address of the person who is to serve as director until the first annual meeting of shareholders or until her successor is elected and shall qualify is:

Phyllis Nola
615 Dollarspot Court
Wellington, FL 33414

Ninth: The name and address of the incorporator is:

Phyllis Nola
615 Dollarspot Court
Wellington, FL 33414



Phyllis Nola, Incorporator

Phyllis Nola having been designated to act as Registered Agent, hereby agrees to act in this capacity.

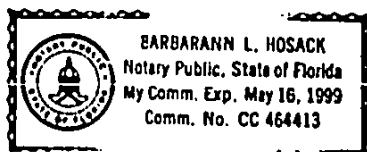


Phyllis Nola, Registered Agent

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 31st day of December, 1996, by Phyllis Nola for PARTHENON BOOKS, INC., who is personally known to me.





Signature of Notary Public