

PA7000014426  
AW CES  
MARTIN, ADE, BIRCHFIELD & MICKLER, P.A.

JAMES L. ADE  
LYNDA R. AYCOCK  
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CHARLES L. CRANFORD  
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ONE INDEPENDENT DRIVE - SUITE 3000  
JACKSONVILLE, FLORIDA 32202

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POST OFFICE BOX 59  
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JOHN D. MILTON, JR.  
DANIEL B. NUNN, JR.  
SCOTT G. SCHILDBERG  
MICHAEL D. WHALEN  
GARY L. WILKINSON  
L. PETER JOHNSON (1942-1988)

February 10, 1997

Via Federal Express

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

800002084048--6  
-02/11/97-01145--004  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

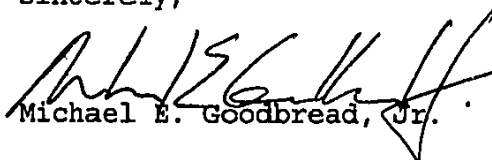
Re: Gold Seal Referral Network Inc. Promoting  
Project Share-A-Book

Gentlemen:

Please find enclosed the original executed Articles of Incorporation of the above-referenced corporation for filing in the appropriate records, and a check in the amount of \$78.75 to cover the filing fee, registered agent designation, and a certificate of status.

Please return the certificate of status to my attention.  
Thank you for your prompt attention to this matter.

Sincerely,

  
Michael E. Goodbread, Jr.

MEGjr:msa  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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gja/1/97

EFFECTIVE DATE

2/10/97

ARTICLES OF INCORPORATION  
OF  
GOLD SEAL REFERRAL NETWORK INC. PROMOTING  
PROJECT SHARE-A-BOOK

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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ARTICLE I.

NAME

The name of this corporation is GOLD SEAL REFERRAL NETWORK INC.  
PROMOTING PROJECT SHARE-A-BOOK.

ARTICLE II.

PRINCIPAL OFFICE

The initial principal office and mailing address of this corporation is 7722 Altama Road,  
Jacksonville, Florida 32216.

ARTICLE III.

COMMENCEMENT OF EXISTENCE

The existence of this corporation shall commence on execution by the incorporator  
unless the filing of these Articles of Incorporation occurs more than five (5) business days  
thereafter, in which event such existence shall commence on the date of filing these Articles  
of Incorporation.

ARTICLE IV.

CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of common capital  
stock with a par value of One Cent (\$.01) per share. Without action by the shareholders, any

all of the authorized shares may be issued by this corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

#### ARTICLE V.

##### INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is 7722 Altama Road, Jacksonville, Florida 32216. The name of the initial registered agent of this corporation at that address is John Michael Atnip. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

#### ARTICLE VI.

##### INCORPORATOR

The name and address of the Incorporator of this corporation is:

##### NAME

##### ADDRESS

John Michael Atnip

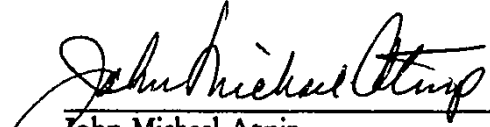
7722 Altama Road  
Jacksonville, Florida 32216

#### ARTICLE VII.

##### AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 10th day of February, 1997.

  
John Michael Atnip  
Incorporator

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Pursuant to Sections 48.901 and 607.0505, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon Gold Seal Referral Network Inc. Promoting Project Share-A-Book, a corporation organized under the laws of the state of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at 7722 Altama Road, Jacksonville, Florida 32216.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand at Jacksonville, Duval County, Florida, on this 10th day of February, 1997.

  
\_\_\_\_\_  
John Michael Atnip  
Registered Agent