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ARTICLES OF INCORPORATION

OF

AMERICAN BOOK CO.

FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION 607.0401 IS: AMERICAN BOOK CO..

SECOND: THE STREET ADDRESS OF THE INITIAL PRINCIPAL OFFICE AND, IF DIFFERENT, THE MAILING ADDRESS OF THE CORPORATION IS: 3106 Plum Knoll Court, Houston, Texas 77084.

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE IS: ONE THOUSAND COMMON SHARES.

STATEMENT OF ANY AUTHORITY TO BE VESTED IN THE BOARD OF DIRECTORS TO ESTABLISH SERIES AND FIX AND DETERMINE THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES BETWEEN SERIES:

The directors have the power to adopt, alter, amend or repeal bylaws. All corporate power shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the Directors of the corporation.

FOURTH: PROVISIONS GRANTING PREEMPTIVE RIGHTS ARE:

None

FIFTH: PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE:

None

SIXTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS C/O C T CORPORATION SYSTEM, 1200 SOUTH PINE ISLAND ROAD, CITY OF PLANTATION, FLORIDA 33324, AND THE NAME OF ITS REGISTERED AGENT AT SUCH ADDRESS IS C T CORPORATION SYSTEM.

SEVENTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS TWO, AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE:

Dean Winegarder 3000 River Haven Point Knoxville, TN 37922

Ken Horne 3106 Plum Knoll Court Houston, TX 77084

EIGHTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

Meaghan D. Bearss

1201 Peachtree Street, NE, Atlanta, GA 30361

JoAnn Hodson

1201 Peachtree Street, NE, Atlanta, GA 30361

THE UNDERSIGNED HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION
THIS 5th DAY OF March, 1997.

SIGNATURE/TITLE

Meaghan D. Bearss, Incorporator

JoAnn Hodson, Incorporator

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION 607.0501 (3) F.S.: C T CORPORATION SYSTEM IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

DATED March 5, 1997 .

C T CORPORATION SYSTEM

John J. Masters

TYPE NAME OF OFFICER)

Assistant Secretary

(TITLE OF OFFICER)