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FILED

97 DEC -5 PM 3:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 24, 1997

EFFECTIVE DATE

12-1-97

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

000002364280--4

-12/05/97--01072--004

\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: HOOD'S GOOD BOOKS, INC.

Dear Friends:

Enclosed are the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$70.00, representing payment of the following:

Filing fee	35.00
Registered agent fee	<u>35.00</u>
	\$70.00

Please file the enclosed Articles of Incorporation and return the copy to the undersigned.

Thank you for your attention to this matter.

Sincerely,

Kurt C. Weiss, Esq.

P. Hall

DEC - 8 1997

KCW:crf  
Enclosures

**ARTICLES OF INCORPORATION  
OF  
HOOD'S GOOD BOOKS, INC.**

FILED  
97 DEC -5 PM 3:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
EFFECTIVE DATE  
12-1-97

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of this Corporation shall be HOOD'S GOOD BOOKS, INC.

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 642 Doral Lane, Melbourne, Florida 32940.

**ARTICLE III - DURATION**

The Corporation shall have a perpetual existence effective December 1, 1997.

**ARTICLE IV - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

**ARTICLE V - CAPITAL STOCK**

The number of shares that this Corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$1.00 per share.

**ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Eugene Lester Hood  
642 Doral Lane  
Melbourne, Florida 32940

**ARTICLE VII - INCORPORATOR**

The name and street address of the incorporator is:

Eugene Lester Hood  
642 Doral Lane  
Melbourne, Florida 32940.

**ARTICLE VIII - AMENDMENT**

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

The undersigned has executed these Articles of Incorporation this 24<sup>th</sup> day of November, 1997.

  
\_\_\_\_\_  
INCORPORATOR

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

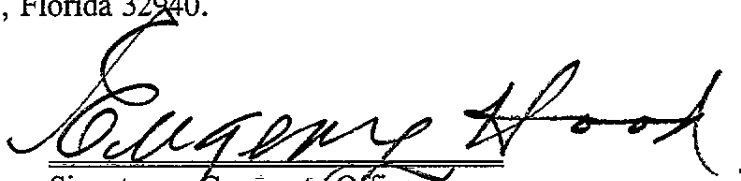
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Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is HOOD'S GOOD BOOKS, INC.
2. The name and address of the registered agent and office is:

Eugene Lester Hood  
642 Doral Lane  
Melbourne, Florida 32940.

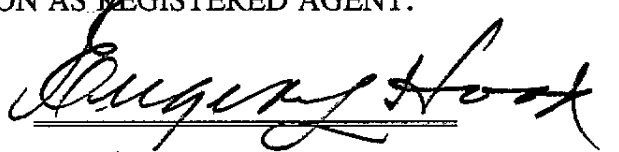
  
Signature - Corporate Officer

President \_\_\_\_\_

Title

11/24/97  
Date

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
11/24/97  
Date