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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: HAPPY BOOKS PUBLISHING CO.

AUDIT NUMBER.....H97000020907

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION

OF

Happy Books Publishing Co.

(5)

CLERK OF STATE  
TALLAHASSEE, FLORIDA

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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 the corporation shall be Happy Books Publishing Co.. The mailing address of this corporation shall be 1015 Citrus Isle, Ft. Lauderdale, Fl 33315.

ARTICLE II TERM OF EXISTENCE

This corporation is to exist perpetually. The corporate existence will commence with the filing of these articles with the Department of State.

ARTICLE III NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

This instrument was prepared by:  
JOHN R. PECK, Attorney at Law  
6151 Miramar Parkway, Suite 326  
Miramar, Florida 33023  
Telephone: (954) 981-2700  
Fla. Bar No. 126884

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ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 share(s) of common stock having a par value of \$1.00 per share.

ARTICLE V REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of the corporation is Catherine Hart, 1015 Citrus Isle, Ft. Lauderdale, Fl 33315. The street address of the initial registered office of the corporation shall be 1015 Citrus Isle, Ft. Lauderdale, Fl 33315.

ARTICLE VI SECTION 1244

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code, and that the corporation may file as a Subchapter S corporation.

ARTICLE VII INCORPORATOR

The name and street address of the subscriber to these Articles of Incorporation is:

Norman L. Hart

1015 Citrus Isle, Ft. Lauderdale, Fl 33315

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 8 day of December, 1991.

Norman L. Hart (SEAL)  
Norman L. Hart, Incorporator

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STATE OF FLORIDA )  
COUNTY OF Dade ) ss.

The foregoing instrument was acknowledged before me this  
8<sup>th</sup> day of December, 1997, by Norman L. Hart, [ X ]  
who is personally known to me, or [ ] who has produced \_\_\_\_\_  
\_\_\_\_\_ as identification,  
and who did not take an oath.

OFFICIAL NOTARY SEAL  
SUANNE BROWMAN MORGAN  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC606030  
MY COMMISSION EXP. DEC. 10, 2000

Suanne Browman Morgan  
(Signature of Notary Public)

\_\_\_\_\_  
(Typed or printed name of Notary Public)

Notary Public, State of Florida at Large

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Section 607.0501(3) of the Florida Statutes, the following is submitted:

That Happy Books Publishing Co. desiring to organize under the laws of the State of Florida, with its principal office at 1015 Citrus Isle, Ft. Lauderdale, Fl 33315, has named Catherine Hart, whose address is 1015 Citrus Isle, Ft. Lauderdale, Fl 33315, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: Catherine Hart  
Catherine Hart  
Registered Agent

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SECRETARY OF STATE

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