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LAW OFFICE

ROBERT V. DUSS

112 WEST ADAMS STREET, SUITE 1402  
JACKSONVILLE, FLORIDA 32202-3898

ROBERT V. DUSS

JOHN S. DUSS  
(1912-1990)

FRED BUTLER  
(1921-1983)

March 6, 1998

TELEPHONE  
(904) 355-0668

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(904) 791-9251

Division of Corporations  
Office of Secretary of State  
The Capitol  
Tallahassee, Florida 32399-0250

FILED  
98 MAR -9 PM 12:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: Articles of Incorporation - BOOKS & OLD STUFF, INC.

Gentlemen:

For filing with the Department of State, I am enclosing the original and one copy of the Articles of Incorporation of BOOKS & OLD STUFF, INC., together with my check payable to the Secretary of State in the sum of \$122.50, covering the following:

\$ 35.00  
\$ 52.50  
\$ 35.00

Filing Articles of Incorporation  
Certified copy of Articles of Incorporation  
Designation of Resident Agent

I would appreciate it if you would forward the certified copy of the Articles to me as soon as the same are filed in your records. Should there be any questions, please contact me upon receipt.

Sincerely,



Robert V. Duss

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\*\*\*\*122.50 \*\*\*\*122.50

RVD:bas

Enclosures

cc: Mrs Janie Elaine Watson

F. CHESSEY MAR 10 1998

**ARTICLES OF INCORPORATION**

**OF**

**BOOKS & OLD STUFF, INC.**

FILED  
98 MAR -9 PM 12:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, pursuant to the Florida General Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation is: BOOKS & OLD STUFF, INC.

**ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is: 2841 Pottsburg Landing Court, Jacksonville, Florida, 32216.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares that the corporation is authorized to issue and have outstanding at any time is 1,000 shares of common stock par value \$1.00 per share.

**ARTICLE IV - CUMULATIVE VOTING**

At all times, each holder of common stock of the corporation shall be entitled to one (1) vote for each share of such stock standing in his name on the books of the corporation. At all elections of directors of the corporation, each holder of common stock shall be entitled to as many votes as shall equal the number of votes which (except for this provision) he would then be entitled to cast for the

election of directors with respect to his shares multiplied by the number of directors upon whose election he is then entitled to vote, and he may cast all of such votes for a single candidate or he may distribute them among some or all of the candidates.

#### **ARTICLE V -PREEMPTIVE RIGHTS**

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others. If this preemptive right is not exercised within thirty (30) days of receipt of a notice in writing from the corporation by purchase for cash, this right shall be deemed waived.

#### **ARTICLE VI-REGISTERED OFFICE AND NAME OF REGISTERED AGENT**

The registered office of this corporation and the initial registered agent at such office is as follows: Robert V. Duss, 112 West Adams Street, Suite 1402, Jacksonville, Florida, 32202.

#### **ARTICLE VII - INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is as follows:

Robert V. Duss  
112 West Adams Street, Suite 1402  
Jacksonville, Florida 32202

### **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

The corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the By-laws, but shall never be less than one. The names and addresses of the initial director is as follows:

Janie Elaine Watson  
2841 Pottsburg Landing Court  
Jacksonville, Florida 32216

### **ARTICLE IX - TERM OF EXISTENCE**

The corporation shall have perpetual existence.

### **ARTICLE X - NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

### **ARTICLE XI - INDEMNIFICATION**

The corporation shall have the power to indemnify all officers and directors and former officers and directors to the full extent possible under Florida law or as may be more fully set forth in the By-laws.

### **ARTICLE XII - AMENDMENT**

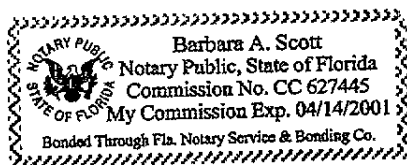
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 6 day of March, 1998.

  
Robert V. Duss, Incorporator

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 6th day of March, 1998, by ROBERT V. DUSS, who is personally known to me.



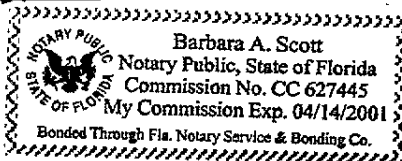
  
Notary Public (Print name)

I, ROBERT V. DUSS, hereby am familiar with and accept the duties and responsibilities as registered agent for said Corporation.

  
ROBERT V. DUSS, Registered Agent

Sworn to and subscribed before me this 6th day of March, 1998, by ROBERT V. DUSS, who is personally known to me.

  
Notary Public



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CLERK OF STATE  
TALLAHASSEE, FLORIDA