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Fax Number : (850) 922-4001

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Account Name : FAS-T CORP. AGENTS, INC.
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FLORIDA PROFIT CORPORATION OR P.A.

ROCK BOTTOM BOOK CO.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION
OF

ROCK BOTTOM BOOK CO.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: ROCK BOTTOM BOOK CO.

The principal place of business of this corporation shall be: 7924 W. 30 LN, Hialeah, FL 33018

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1000 Shares at \$0.10 Par Value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

PRESIDENT:
Maria Mata,
7924 W. 30 LN,
Hialeah, FL 33018

PREPARED BY:
Michael I. Santucci, Esq.
FBN 0105260
5201 NW 74th. Ave.
Miami, FL 33166
1-800-714-6191

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Maria Mata,
7924 W. 30 LN
Hialeah, Fl 33018

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 20 day of November, 1998

Signature(s) of Incorporator(s)

Maria Mata

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

ROCK BOTTOM BOOK CO.

2. The name and address of the registered agent and office is:

Maria Mata, 7924 W. 30 LN

(P.O. BOX NOT ACCEPTABLE)

Hialeah, Fl 33018

(CITY/STATE/ZIP)

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SIGNATURE

Maria Mata

TITLE

President

DATE

11/20/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

Maria Mata

DATE

11/20/98