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## Florida Department of State

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: FAS-T CORP. AGENTS, INC.

Account Number : 071001002335

Phone

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## FLORIDA PROFIT CORPORATION OR P.A.

NOVELTOYZ.COM, INC.

Certificate of Status	0
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## FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 3, 2000

FAS-T

SUBJECT: NOVELTOYZ.COM, INC.

REF: W00000023916

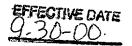
We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight Document Specialist FAX Aud. #: H00000052069 Letter Number: 300A00052282



# ARTICLES OF INCORPORATION OF NOVELTOYZ.COM, INC.

WE, JOHN WILSON II AND ROBERT SCHENK, being of legal age, do hereby sign these presents for the purpose of becoming a Corporation under the laws of the State of Florida authorizing the formation of Corporations.

These Articles of Incorporation are to be effective on the <u>\$0</u> day of <u>Sept.</u>, 2000. (If no date is inserted, these articles are to be effective as of the date of filing with the Secretary of State).

#### ARTICLE I

The name of the Corporation shall be: NOVELTOYZ.COM, INC.

#### ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things herein mentioned, as fully and to the same extent as natural persons might or could do, viz:

#### NOVELTY MERCHANDISE SALES

and do any and all things and matters necessary and appertaining thereto and further enabling this Corporation to engage in any activity or business permitted under the laws of the United States and of Chapter 607 of the Florida Statutes and any successor or supplemental statute or

Prepared by Carol Serchay, Accountant 5300 N. W. 33 Avenue Suite 117 Fort Lauderdale, Florida 33309 954-484-3900 00 OCT -3 AMII:

authority; to purchase, hold, sell and transfer shares of its own capital stock; subject however, to such limitations as may be provided by law, capital stock owned by the corporation shall not be voted upon directly, nor counted as outstanding for the purpose of any stockholders' quorum or vote; and to do all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes thereinafter or before enumerated of incidental to the powers herein named, or which shall at any time appear conductive or expedient for the benefit or protection of the corporation, either as holders of, or interested in any property, or otherwise; and to exercise all of the powers which are now or may hereinafter be conferred upon the corporation generally by the laws of the State of Florida.

#### ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

ONE THOUSAND (1,000) SHARES,

ONE (1.00) DOLLAR PAR VALUE,

COMMON STOCK

#### ARTICLE IV

This corporation shall exist perpetually unless sooner dissolved according to law.

#### ARTICLE V

The initial address of said corporation shall be:

5300 NW 33 AVENUE STE 117 FT LAUDERDALE, FL 33309

with the privilege of having its office and branch offices at

other places within or without the State of Florida.

#### ARTICLE VI

The number of Directors of this Corporation shall be not less than one (1) nor more than three (3), and the initial Board of Directors of this Corporation shall be comprised of ONE (1) member.

#### ARTICLE VII

The names and street addresses of the persons who are appointed to act as directors until the first annual meeting of the Stockholders or until their successors are elected and shall qualify are:

NAME

ADDRESS

JOHN WILSON II

1717 SW 1st WAY APT 31 DEERFIELD BEACH, FL 33441

#### ARTICLE VIII

The name and addresses of the persons signing these Articles of Incorporation as a Subscriber and the number of shares each has agreed to purchase are as follows:

<u>NAME</u>

#### **ADDRESS**

NO. OF SHARES

JOHN WILSON II

1717 SW 1st WAY APT 31 DEERFIELD BEACH, FL 33441

250

ROBERT SCHENK

7770 HOFFY CIRCLE LAKE WORTH, FL 33467-7839

#### ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the

#### ARTICLE X

The address of the registered office of this Corporation shall be:

5300 N. W. 33 AVENUE STE 117 FT LAUDERDALE, FL 33309

#### ARTICLE XI

The Corporation has designated as its Registered Agent,
ALLAN SERCHAY, who is a resident of the State of Florida, and
whose business office is the same as that of the Registered
Office.

IN WITNESS WHEREOF. WE, the undersigned, being the original subscriber to the capital stock hereinabove named, and for the purpose of forming a Corporation pursuant to the corporation laws of the State of Florida, do make and file this Certificate, hereby declaring and certifying that the facts herein stated are true and do agree to take the number of shares of stock hereinabove set forth, and accordingly have hereunte set forth our hand and seal at Fort Lauderdale, Broward County, Florida, this 301 - day of September.

(SEAL

KASTILL (SEAL

STATE OF FLORIDA )

COUNTY OF BROWARD)

appeared JOHN WILSON II AND ROBERT SCHENK,
personally known to me to be the individuals described in and
who executed the foregoing Certificate of Incorporation, and
acknowledged before me that they executed the same for the
purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Broward County, Florida, this 30 day of

Sept .. 2000.

Carni Fordiny
Local Science CO 918165
Linguista April 24, 2294
Roman Thus
Attentio Booking Co., Inc.

NOTARY PUBLIC - STATE OF FLORIDA My Commission Expires:

#### ACKNOWLEDGMENT

Having been named as Registered Agent for the Abovestated Corporation at the place designated in these Articles, I hereby accept to act in this capacity, and agree to comply with the provisions of all applicable statutes relative to keeping open such office.

REGISTERED AGENT

ALLAN SERCHAY

c: \pw\corpfile\ NOVELTOYZ.COM