

P96000023048

A. Rappaport
787 N E 125th Street
North Miami, Fl. 33161

300001738853
-03/11/96--01061--018
*****70.00 *****70.00
Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Old Toy Trains, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
96 MAR 11 AM 10:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
3-7-96

Examiner's Initials

DMC 3/14/96

ARTICLES OF INCORPORATION
OF

Old Toy Trains, Inc.

FILED

96 MAR 11 AM 10:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for purposes of forming a corporation under the provisions of Section 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is Old Toy Trains, Inc. (hereinafter called the corporation). The address of the principal office and the mailing address of the corporation is:

787 N.E. 125th Street
North Miami, Florida 33161

EFFECTIVE DATE

3-7-96

ARTICLE II - PURPOSE

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, county, territory or nation.

The corporation may invest its funds in real estate, mortgages, stocks, bonds and other types of investments, and may own real and personal property necessary for the operation of business authorized hereby.

ARTICLE III - CAPITAL STOCK

The maximum numbers of shares of capital stock authorized to have outstanding at any one time is 600 shares of common stock and the par value, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Per Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
600	\$1.00	Common

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Andrew H. Rappeport, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that said person executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, this 6th day of March, 1996.

BY: Mindy S. Glazer

My Commission Expires:



MINDY SUE GLAZER
My Commission CC310231
Expires Aug. 23, 1997
Bonded by HAI
800-422-1598

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Andrew H. Rappeport, an individual, residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of Old Toy Trains, Inc. and he is familiar with and accepts the obligations of the position of a Registered Agent under Section 607.0505, Florida Statutes.

By: Andrew H. Rappeport

Andrew H. Rappeport