

FO2000000205

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 MAY -7 PM 1:10

(Requestor's Name)

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☐ PICK-UP

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(Business Entity Name)

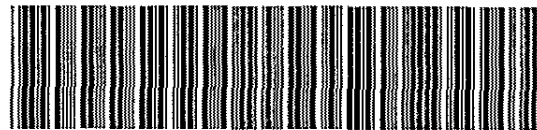
(Document Number)

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Judy Fink gave authorization
to add "of Delaware" to the
name for use in Fl. 5/7
JB



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04/07/03--01024--003 **35.00

N/C

V SHEPARD MAY 8 2003

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: FAD Schwarz, Inc. Phila Toy Soldier, Inc.
(Name of corporation)

DOCUMENT NUMBER: F 02 000000205

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Judy Fink
(Name of person)

FAD Schwarz, Inc.
(Name of firm/company)

2500 Renaissance Blvd
(Address)

King of Prussia, PA 19406
(City/state and zip code)

For further information concerning this matter, please call:

Judy Fink at (610) 278 7800 x1157
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 16, 2003

JODY FINK
FAD SCHWARZ, INC.
2520 RENAISSANCE BLVD.
KING OF PRUSSIA, PA 19406

SUBJECT: TOY SOLDIER, INC.
Ref. Number: F02000000205

We have received your document for TOY SOLDIER, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6909.

Velma Shepard
Document Specialist

Letter Number: 303A00022806

Rec'd 5/7

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F02000000205

(Document number of corporation (if known))

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DIVISION OF CORPORATIONS
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1. Toy Soldier, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. 01/14/02

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 04/06/2002

5. FAO Schwarz, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

Dr. Daniel K. Kell
(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Jersey A. Kell
(Typed or printed name)

32803
(Date)

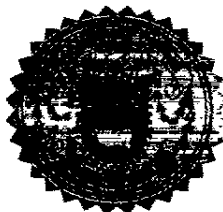
SUP / Controller
(Title)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "TOY SOLDIER, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "FAO SCHWARZ, INC.", THE SIXTH DAY OF APRIL, A.D. 2002, AT 4 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3425408 8320

AUTHENTICATION: 2380142

030264856

DATE: 04-23-02

APR-01-2002 15:32

C T CORPORATION, SYSTEM

STATE OF DELAWARE
SECRETARY OF STATE P.02
DIVISION OF CORPORATIONS
FILED 04:00 PM 04/06/2002
020221855 - 3425408

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
TOY SOLDIER, INC.**

1. Toy Soldier, Inc., a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:
2. The amendment to the Corporation's Certificate of Incorporation set forth below was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware and has been consented to in writing by the sole director and by the sole stockholder of the Corporation in accordance with Sections 242 and Section 228 of the General Corporation Law of the State of Delaware.
3. The first section of the Certificate of Incorporation of the Corporation be, and it hereby is, amended in its entirety to read as follows:

"First: The name of the Corporation is FAO Schwarz, Inc."

IN WITNESS WHEREOF, Toy Soldier, Inc. has caused this Certificate to be executed by Kendrick F. Royer, its authorized officer, on this 1st day of April 2002.

Date: April 1, 2002


Kendrick F. Royer, Secretary

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 MAY -7 PM 1:10

RESOLUTION OF BOARD OF DIRECTORS

(Please print or type)

I, the undersigned Jerry Kollar (Name), do hereby certify

that this Resolution of the Board of Directors of _____

FAO Schwarz, Inc. (Corporate Name)

a corporation duly organized and existing under the laws of the State of Delaware,

was duly adopted on August 14, ~~2001~~ 2002.

Be it resolved, that FAO Schwarz, Inc. (Corporate Name),

organized and existing in the State of Delaware, hereby adopts the name

FAO Schwarz, Inc. of Delaware for use in Florida.

Dated: 4-30-03

By: [Signature]
Signature of either Chairman, Vice Chairman or any officer

Jerry Kollar
Type or print name