P0200003580						
TRANSMITTAL LETTER						
TO: Registration Section Division of Corporations TOR LORP TOR LORP TORP T						
SUBJECT: Cyrk, Inc. (Name of corporation - must include suffix)						
Dear Sir or Madam: 00855-00734-02943- \$1,150 \$5						
The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.						
Please return all correspondence concerning this matter to the following: Ellen Withrow W02-1775						
White & McNamara, P.C.						
(Firm/Company) 65 William Street, Suite 250						
Wellesley, MA 02481						
(City/State and Zip code)						
For further information concerning this matter, please call: 80005815583 -06/18/0201058006 ******87.50 ******87.50						
Ellen Withrow at (781, 431-1700 x 29						
(Name of Person) (Area Code & Daytime Telephone Number)						
STREET ADDRESS: Registration Section Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399 MAILING ADDRESS: -07/12/0201013023 ***1150.00 ****1150.00 ****1150.00 ****1150.00						
Enclosed is a check for the following amount:						
□ \$70.00 Filing Fee □ \$78.75 Filing Fee & □ \$78.75 Filing Fee & Certificate of Status Certified Copy Certificate of Status & Certified Copy						



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 19, 2002

ELLEN WITHROW WHITE & MCNAMARA, P.C. 65 WILLIAM STREET, SUITE 250 WELLESLEY, MA 02481

SUBJECT: CYRK, INC.

Ref. Number: W02000017751

We have received your document for CYRK, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

Please return 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) 245-6967.

Michelle Hodges Document Specialist

Letter Number: 202A00039705

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1.	Cyrk, Inc.				<u></u>		
	(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)						
	navara, perovir	,, ,, ,, ,, ,, ,, ,, ,, ,, ,, ,, ,, ,,	*	,			
	Massachusetts		3.	043523060			-
	(State or country	y under the law of which it is incorpo	rated)	(FEI number, if applicat	ile)		
4.	June 13, 2000		5. Perpetual				
	(Dat	te of incorporation)	(Duration	: Year corp. will cease to exist or "	perpetual")		
б.	September 4, 2	2001	· · · · · · · · · · · · · · · · · · ·				
	(Date first	t transacted business in Florida.) (SE	E SECTIONS 6	07.1501, 607.1502 and 817.155, F.	S.)		
7.	201 Ëdgewater	Drive					
	Wakefield, MA	\ 01880					
	Transmitted 1711		iling address)				<u>e</u> -
8.		orporate merchandise services, and in			=======================================	_	
	(Purpose	(s) of corporation authorized in home	state or country	to be carried out in state of Florida		2	
9.	Name and str	reet address of Florida registere	ed agent: (P.C	o. Box or Mail Drop Box <u>NOT</u> a	cceptable)	F	1 9
	Mama	C T Corporation System			SS		1
	Name:	C 1 Corporation System		-	El.	P	ED
O:	ffice Address:	1200 South Pine Island Road	Y	<u>.</u>	FIC	PM 4: 03	
		Plantation		, Florida, 33324	E E	8	
		1 Idiletton		(Zip code)	1	w	
				. .			
10). Registered a	agent's acceptance:				,	
				Court - at one stated com-			4 3 . 2

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable) FL019 - 9/2/99 CT System Online

		
ddress:		
		
rice Chairman:		
Address:		
Director:		<u> </u>
Address:		
		•
Director:		
Address:		
B. OFFICERS (Street address only - P.O. Box NOT accept	otable)	
President: See attached list of officers.		
Address:		
Vice President:		
Vice President:		
Vice President:		
Vice President:		
Vice President:Address:Secretary:		
Vice President:Address:Secretary:		
Vice President: Address: Secretary: Address:		
Vice President: Address: Secretary: Address: Treasurer: Address:		
Vice President: Address: Secretary: Address: Treasurer:		

Directors of Cyrk, Inc.

NAME OF DIRECTOR	RESIDENTIAL ADDRESS	BUSINESS ADDRESS
Francis P. Rich, Jr.	62 Sandy Pond Parkway,	201 Edgewater Drive,
	Bedford, NH 03110	Wakefield, MA 01880
James Goodman	27 Decatur Lane	c/o Gemini Investors LLC
	Wayland, MA 01778	20 William Street
		Wellesley, MA 02481
Jeffrey T. Newton	1533 Monument Street	c/o Gemini Investors LLC
1	Concord, MA 01742	20 William Street
		Wellesley, MA 02481
James T. Rich	84 Lake Street, Apt. 2	c/o Gemini Investors LLC
	Brighton, MA 02135	20 William Street
		Wellesley, MA 02481
Robert L. Siemering	56 Cypress Road	201 Edgewater Drive,
	Wellesley, MA 02481	Wakefield, MA 01880

Officers of Cyrk, Inc.

NAME OF OFFICER	OFFICE	RESIDENTIAL ADDRESS	BUSINESS ADDRESS
Robert L. Siemering	President	56 Cypress Road Wellesley, MA 02481	201 Edgewater Drive, Wakefield, MA 01880
Patrick G. Sweeney	Chief Financial Officer	9 Jennings Peak Road, Waterville Valley, NH 03215	201 Edgewater Drive, Wakefield, MA 01880
Patrick G. Sweeney	Treasurer	9 Jennings Peak Road, Waterville Valley, NH 03215	201 Edgewater Drive, Wakefield, MA 01880
Patrick G. Sweeney	Clerk	9 Jennings Peak Road, Waterville Valley, NH 03215	201 Edgewater Drive, Wakefield, MA 01880



The Commonwealth of Massachusetts Secretary of the Commonwealth

Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

May 17, 2002

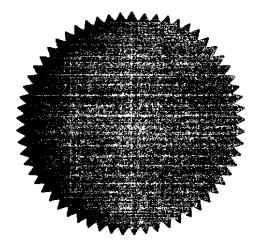
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

CYRK, INC.

is a domestic corporation organized on **June 13**, **2000**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Travin Galicin

Secretary of the Commonwealth

*MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.