

FD9000000506

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FOREIGN PROFIT/NONPROFIT CORPORATION

Play Time Holdings Corp.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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Feb 6 2009 14:23 P.02
Florida Dept of State



February 3, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations
UCC FILING & SEARCH SERVICES, INC.

SUBJECT: PLAY TIME HOLDINGS CORP.
REF: WD9000005250

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

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is L08000046310. (PLAY TIME HOLDINGS LLC)

If you have any further questions concerning your document, please call (850) 245-6962.

Valerie Herring
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SECRETARY OF STATE
TALLAHASSEE, FLORIDAFLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS**RESOLUTION OF THE BOARD OF DIRECTORS TO ADOPT AN
ALTERNATE NAME FOR USE IN FLORIDA**

(Pursuant to section 607.1506 or 617.1506, F.S.)

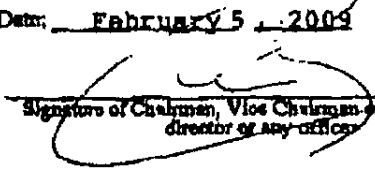
(Please print or type)

I, the undersigned Paul Michelin, do hereby certify
(Name)that this Resolution of the Board of Directors of PLAY TIME HOLDINGS CORP.

(Name of Corporation)

a corporation duly organized and existing under the laws of Delaware,
(State or Country)was adopted on February 5, 2009, adopting the alternatename of PTH CORP.
(Alternate Name) NOTE: Must contain a corporate suffix)

for use in Florida as its real name is unavailable in Florida.

Date: February 5, 2009
Signature of Chairman, Vice Chairman of the Board, or
director of any officerPresident
Title of person signing**FILING FEE \$35****(No fee required if submitted with a foreign not for profit qualification or amendment)**

Make checks payable to Florida Department of State and mail to:

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

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

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. Play Time Holdings Corp.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. _____

(FBI number, if applicable)

4. 1/6/09

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Did not transact business to date

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2700 N. Military Trail, Suite 100, Boca Raton, FL 33431

(Principal office address)

(same as above)

(Current mailing address)

8. Sale and Distribution of Toys and Games

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Paul Michellin

Office Address: 2700 N. Military Trail, Suite 100

Boca Raton

(City)

, Florida 33431

(Zip code)

10. Registered agent's acceptance:

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.


(Registered agent's signature)

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.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORSChairman: Paul MichelinAddress: 2700 N. Military Trail, Suite 100
Boca Raton, FL 33431

Vice Chairman: _____

Address: _____

Director: Paul MichelinAddress: 2700 N. Military Trail, Suite 100
Boca Raton, FL 33431

Director: _____

Address: _____

B. OFFICERSPresident: Paul MichelinAddress: 2700 N. Military Trail, Suite 100
Boca Raton, FL 33431Vice President: (none)

Address: _____

Secretary: Paul MichelinAddress: 2700 N. Military Trail, Suite 100
Boca Raton, FL 33431Treasurer: (none)

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.13.  _____
(Signature of Director or Officer listed in number 12 of the application)14. Paul Michelin _____
(Typed or printed name and capacity of person signing application)

Delaware

The First State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PLAY TIME HOLDINGS CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF JANUARY, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "PLAY TIME HOLDINGS CORP." WAS INCORPORATED ON THE SIXTH DAY OF JANUARY, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

4641905 8300

090085493

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7110335

DATE: 01-30-09