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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

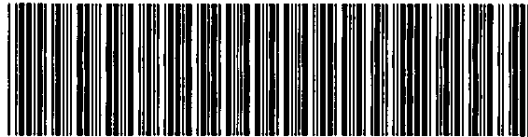
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

name W16-7511

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FILED
2016 FEB 25 P 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FEB 26 2016

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 2, 2016

HEATHER GREENBERG
ONE WHITEHALL STREET, 5TH FLOOR
NEW YORK, NY 10004-2109

SUBJECT: THE TOPPS COMPANY, INC.
Ref. Number: W16000007511

We have received your document for THE TOPPS COMPANY, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

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) 245-6051.

Stacey M Mason
Regulatory Specialist II

Letter Number: 516A00002272

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: The Topps Company, Inc.

Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" 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:

Heather Greenberg

Name of Person

The Topps Company, Inc.

Firm/Company

One Whitehall Street, 5th Floor

Address

New York, New York 10004-2109

City/State and Zip code

hgreenberg@topps.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Heather Greenberg/Legal

212

376-0300

at ()

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

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

Enclosed is a check for the following amount:

☒ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee;
Certificate of Status &
Certified Copy

**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. The Topps Company, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

The Topps Company Florida Digital Apps Studio, Inc.
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 11-2849283
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 2/24/1987 5. _____
(Date of incorporation) (Date of duration, if other than perpetual)

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

7. c/o The Topps Company Inc, One Whitehall Street, 5th floor c/o legal, New York, New York 10004-2109
(Principal office address)
c/o The Topps Company Inc, One Whitehall Street, 5th floor c/o legal, New York, New York 10004-2109
(Current mailing address, if different)

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

Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida 32301
(City) (Zip code)

9. 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.

Corporation Service Company

By: Andrea L. Dunlap

(Registered agent's signature)

Andrea L. Dunlap
Asst. Vice President

10. 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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2006 FEB 25 P 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Andy Redman

Address: The Topps Company Inc, One Whitehall Street, 5th floor c/o legal, New York, New York 10004-2109

Vice Chairman: _____

Address: _____

Director: Michael Brandstaedter

Address: The Topps Company Inc, One Whitehall Street, 5th floor c/o legal, New York, New York 10004-2109

Director: _____

Address: _____

B. OFFICERS

President: Chief Operating Officer - Michael Brandstaedter

Address: The Topps Company Inc, One Whitehall Street, 5th floor c/o legal, New York, New York 10004-2109

Vice President: _____

Address: _____

Secretary: General Counsel and Secretary - Jason Thaler

Address: The Topps Company Inc, One Whitehall Street, 5th floor c/o legal, New York, New York 10004-2109

Treasurer: Chief Financial Officer - John P. Mueller

Address: The Topps Company Inc, One Whitehall Street, 5th floor c/o legal, New York, New York 10004-2109

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

12. 
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. JASON S Thaler

(Typed or printed name and capacity of person signing application)

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CLERK OF STATE
TALLAHASSEE, FLORIDA

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE TOPPS COMPANY, INC." 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 TWENTY-FIRST DAY OF JANUARY, A.D. 2016.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "THE TOPPS COMPANY, INC." WAS INCORPORATED ON THE TWENTY-FOURTH DAY OF FEBRUARY, A.D. 1987.

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



2118194 8300

SR# 20160325394

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

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 201706494

Date: 01-21-16