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SECRETARY OF STATE ALLAHASSEF, FI ORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

JAKKS Sales Corporation

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18.18

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.

(Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability) 22619 Pacific Coast Highway, Malibu, CA 90265 (Principal office address) 22619 Pacific Coast Highway, Malibu, CA 90265 (Current mailing address) sale of toys, consumer goods, pet products, and other related products (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) Name and street address of Florida registered agent: (P.O. Box NOT acceptable) Name: Corporation Service Company Diffice Address: Tallahassee Florida 32301 (City) (City)	(If name unavai	lable in Florida, enter alternate corporate na	ame adopted for the purpose of transacting business in Florida)
(Date of incorporation) (Date of incorporation) (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability) (22619 Pacific Coast Highway, Malibu, CA 90265 (Principal office address) 22619 Pacific Coast Highway, Malibu, CA 90265 (Current mailing address) (Sale of toys, consumer goods, pet products, and other related products (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) Name: Corporation Service Company Office Address: 1201 Hays Street Tallahassee (City) (City) (City) Cip code) (City) (City) Cip code) (City) (Cit	Delaware	· · ·	3. 26-1392669
(Date of incorporation) (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability) 22619 Pacific Coast Highway, Malibu, CA 90265 (Principal office address) 22619 Pacific Coast Highway, Malibu, CA 90265 (Current mailing address) sale of toys, consumer goods, pet products, and other related products (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) Name and street address of Florida registered agent: (P.O. Box NOT acceptable) Name: Corporation Service Company 1201 Hays Street Tallahassee (City) City City City City City City City code) City City accept the above stated corporation at their seignated in this application, I hereby accept the appointment as registered agent and agree to act in this caparatriber agree to comply with the provisions of all statutes relative to the proper and complete performance of marrither agree to comply with the provisions of all statutes relative to the proper and complete performance of marrither agree to comply with the provisions of all statutes relative to the proper and complete performance of marrither agree to comply with the provisions of all statutes relative to the proper and complete performance of marrither agree to comply with the provisions of all statutes relative to the proper and complete performance of marrithment as registered agent and complete performance of marrithment as registered agent and complete performance of marrithment agree to comply with the provisions of all statutes relative to the proper and complete performance of marrithment agree to c	(State or country	under the law of which it is incorporated)	(FE) number, if applicable)
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Tallahassee , Florida 32301 (City) (Zip code) O. Registered agent's acceptance: Laving been named as registered agent and to accept service of process for the above stated corporation at the posignated in this application, I hereby accept the appointment as registered agent and agree to act in this capacitather agree to comply with the provisions of all statutes relative to the proper and complate performance of my	(Purpose(s) of corporation authorized in home state of	or country to be parried out in state of Florida)
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	(Purpose(Name and <u>stre</u> Name:	s) of corporation authorized in home state of et address of Florida registered agent: (Corporation Service Compan 1201 Hays Street Tallahassee	P.O. Box NOT acceptable) P.O. Box NOT acceptable) SECRETARY ANSEE A SECRETARY SECRETARY ANSEE A SECRETARY SECRETA
	(Purpose) Name and stre Name: Office Address: O. Registered a Laving been name asignated in this orther agree to and I am familian	et address of Florida registered agent: (Corporation Service Companion (City) Gent's acceptance: (City)	P.O. Box NOI acceptable) SECRETARY OF SECRETARY OF STATE

^{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 business addresses of officers and/or directors:
A. DIRECTORS
A. DIRECTORS Chairman: Jack Fiedman
Address: 22619 Pacific Coast Highway, Malibu, CA 90265
Vice Chairman:
Address:
Director: Stephen Berman
Address: 22619 Pacific Coast Highway, Malibu, CA 90265
Director: Joel Bennett
Address: 22619 Pacific Coast Highway, Malibu, CA 90265
B. OFFICERS President: Stephen Berman Address: 22619 Pacific Coast Highway, Malibu, CA 90265
Vice President: Joel Bennett
Address: 22619 Pacific Coast Highway, Malibu, CA 90265
Secretary: Stephen Berman
Address: 22619 Pacific Coast Highway, Malibu, CA 90265
) Treasurer:
Address:
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.
(Signature of Director or Officer listed in number 12 of the application)
Joel Bennett, Executive Vice President and Chief Financial Officer

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JAKES SALES CORPORATION" 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 TENTH DAY OF DECEMBER, A.D. 2007.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "JAKKS SALES CORPORATION" WAS INCORPORATED ON THE SIXTH DAY OF DECEMBER, A.D. 2005.

TALLAHASSEF, FIORITA

4071758 8300

071303703

You may verify this certificate culin

Varnet Smith Hindson

Harriet SmRh Windsor, Secretary of State

AUTHENTICATION: 6224108

DATE: 12-10-07