

F95000003145

CAPITOL SERVICES d/b/a
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)

1406 Hays Street, Suite 2

(Address)

Tallahassee, FL 32301 (904) 656-3992

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

700001526797
-06/29/95--01038--002
****122.50 ****122.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Empire Acquisition Corp
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time _____

☒ Certified Copy

☐ Mail out

☒ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
95 JUN 29 AM 10:50
-SECRETARY OF STATE-
TALLAHASSEE, FLORIDA

Examiner's Initials

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

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

1. Empire Acquisition Corp.
(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.)
2. Delaware 3. Applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. February 28, 1995 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1601, 607.1602, and 817.165, F.S.))
7. 5150 Linton Boulevard
Delray Beach, Florida 33484
(Current mailing address)
8. Engage in any lawful act or activity for which corporations may be organized under the corporation laws of the State of Delaware
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: United Corporate Services, Inc.
Office Address: 801 Northeast 167th Street Suite 300
North Miami Beach, Florida, 33162
(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.

By: [Signature]
(Registered agent's signature) Ray A. Barr, President

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.

FILED
95 JUN 29 AM 11:50
TALLAHASSEE
SECRETARY OF STATE

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

A. DIRECTORS

Chairman: Steven Geller
Address: 5150 Linton Boulevard
Delray Beach, Florida 33483

Vice Chairman: Nell B. Saul
Address: 5150 Linton Boulevard
Delray Beach, Florida 33483

Director: Marvin Smollar
Address: 5150 Linton Boulevard
Delray Beach, Florida 33484

Director: _____
Address: _____

B. OFFICERS

President: Marvin Smollar
Address: 5150 Linton Boulevard
Delray Beach, Florida 33483

Vice President: J. Artie Rogers
Address: Daniel St. Extension, P.O. Box 427
Tarboro, North Carolina 27886

Secretary: J. Artie Rogers
Address: Daniel St. Extension, P.O. Box 427
Tarboro, North Carolina 27886

Treasurer: J. Artie Rogers
Address: Daniel St. Extension, P.O. Box 427
Tarboro, North Carolina 27886

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

13. J. Artie Rogers
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. J. Artie Rogers, Vice President, Secretary, Treasurer
(Typed or printed name and capacity of person signing application)

FILED
95 JUN 29 AM 10:51
SECRETARY OF COMMERCE
TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EMPIRE ACQUISITION 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 TWENTY-SEVENTH DAY OF JUNE, A.D. 1995.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "EMPIRE ACQUISITION CORP." WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF FEBRUARY, A.D. 1995.

FILED
95 JUN 29 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2484927 B300

950144160

AUTHENTICATION:

7555534

DATE:

06-27-95

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171

800-342-8086

F95000003145

CSC

networks

PRENTICE HALL
LEGAL & FINANCIAL SERVICES

95 JUL 24 AM 10:11
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 642647 86901D

AUTHORIZATION : Patricia Pzyts

COST LIMIT : \$ 87.50

ORDER DATE : July 17, 1995

ORDER TIME : 9:56 AM

ORDER NO. : 642647

4000001543884

CUSTOMER NO: 86901D

CUSTOMER: Ms. Bo Bodha
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

*name
change
amend*

DOMESTIC AMENDMENT FILING

NAME: EMPIRE ACQUISITION CORP.

XX ARTICLES OF AMENDMENT *ADH 8/1/95*
RESTATED ARTICLES OF INCORPORATION *ADH*

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: *ADH*

XX CERTIFIED COPY *ADH*
PLAIN STAMPED COPY *ADH*
CERTIFICATE OF GOOD STANDING *ADH*

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS: _____

FILED
95 JUL 24 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 24, 1995

CSC NETWORKS
ANDREA
TALLAHASSEE, FL

SUBJECT: EMPIRE ACQUISITION CORP.
Ref. Number: F95000003145

File
First

Corrected
Please backdate
to 7/24/95. (if possible)
Thanks.

We have received your document for EMPIRE ACQUISITION CORP. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

It appears that the above named entity has had two name changes since qualifying in Florida. You must file an application for amendment for each name change and include a certificate from Delaware evidencing the first name change and a certificate evidencing the second name change.

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 (904) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 795A00035146

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMEND-
MENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA
(§ 007.1504, F.S.)

FILED
JUL 24 PM 2:09
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Empire Acquisition Corp.
Name of corporation as it appears on the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: June 29, 1995

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?

July 11, 1995

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

Buddy L Toy Company, Inc.

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

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

Jack Becker
Signature

Jack Becker

Typed or printed name

July 12, 1995

Date


Assistant Secretary

Title

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "EMPIRE ACQUISITION CORP.", CHANGING ITS NAME FROM "EMPIRE ACQUISITION CORP." TO "BUDDY L TOY COMPANY INC.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF JULY, A.D. 1995, AT 9 O'CLOCK A.M.




Edward J. Freel, Secretary of State

AUTHENTICATION

2484927 8100

DATE 7590558

950170935

07-28-95

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
EMPIRE ACQUISITION CORP.

It is heroby certified that:

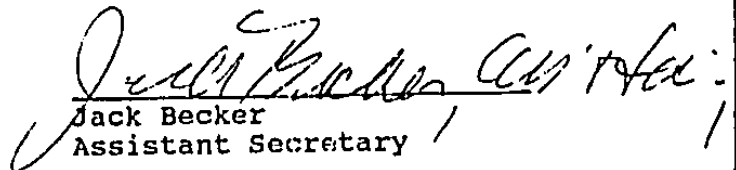
1. The name of the corporation (hereinafter called the "Corporation") is EMPIRE ACQUISITION CORP.

2. The Certificate of Incorporation of the Corporation is heroby amended by striking out Article FIRST thereof and by substituting in lieu of said Article the following:

"FIRST: The name of the Corporation is Buddy L Toy Company Inc."

3. The amendment of the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

July 7, 1995


Jack Becker
Assistant Secretary

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-9171 FAX

800-342-8086

F95000003145



networks

PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 651834 *Patricia Tye* 86901D

AUTHORIZATION :

COST LIMIT : 9 87.50

ORDER DATE : August 1, 1995

200001550392

ORDER TIME : 9:53 AM

ORDER NO. : 651834

CUSTOMER NO: 86901D

CUSTOMER: Mr. Sepham George
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

*name change
Amend*

DOMESTIC AMENDMENT FILING

NAME: BUDDY L. TOY COMPANY INC.

ADH 8/1/95
☒ ARTICLES OF AMENDMENT
☐ RESTATED ARTICLES OF INCORPORATION

ADH
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING *ADH*

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

FILED
95 AUG 01 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMEND-
MENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

(s. 007.1504, F.S.)

FILED
95 JUL -1 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Buddy L. Toy Company Inc.
Name of corporation as it appears on the records of the Department of State
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: June 29, 1995

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?

July 14, 1995

5. Name of corporation after the amendment, adding suffix "corporation," "company," "Incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Empire Manufacturing, Inc.

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

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


Signature

Jack Becker

Typed or printed name

July 19, 1995

Date

Assistant Secretary

Title

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "BUDDY L TOY COMPANY INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "EMPIRE MANUFACTURING, INC.", THE FOURTEENTH DAY OF JULY, A.D. 1995, AT 4:30 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2484927 8320

950163386

AUTHENTICATION:

7580993

DATE:

07-21-95

F 9500000 3145

Schwartz & Freeman

LAW OFFICES

401 NORTH MICHIGAN AVENUE
SUITE 1900
CHICAGO, ILLINOIS 60611-4201
(312) 222-0800

FACSIMILE (312) 222-0010
TELEX 764508 SF LAW UD

WRITER'S DIRECT LINE:

312/222-6638

June 10, 1996

Secretary of State
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida

RE: Empire Manufacturing, Inc.
Marchon, Inc.

6/24

AAAAA1674808
-06/25/96--01083--015
*****70.00

800001674808
-06/25/96--01083--015
*****70.00 *****35.00

Gentlemen:

Enclosed for filing are signed duplicate originals of Applications by Foreign Corporations for Withdrawal of Authority to transact business or conduct affairs in Florida along with a check in the amount of \$70.00, representing total filing fees due.

Please stamp one of the enclosed copies "Received" and return it to us in the enclosed envelope as soon as possible.

If there are any questions, please call.

Very truly yours,

SCHWARTZ & FREEMAN

Francis J. Emmons

Francis J. Emmons

FJE:gmd
Enclosures

cc: Mr. Lawrence Geller

fje\empire\ltrs\sec-st.fl

FILED
96 JUN 24 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Withd
6/27

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA**

Empire Manufacturing, Inc.
(Name of Corporation)

the State of Delaware
(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

c/o Empire Industries, Inc., 5150 Linton Boulevard
(Mailing Address)

Delray Beach, Florida 33484
(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

St. Geller
Signature

June 4, 1996
Date

Steven Geller
Typed or printed name

Chief Executive Officer
Title