

F96000000150
TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: PLAY BY PLAY TOYS & NOVELTIES, 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", 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:

900001670959
-12/26/95--01071--003
+++122.50 +++122.50

ART MAY
(Name of Person)

PLAY BY PLAY TOYS + NOVELTIES
(Firm/Company)

P O BOX 18267
(Address)

SAN ANTONIO TX 78218
(City/State/Zip)

W95-24946

Should you need to call someone concerning this matter, please call:

ART MAY at (210) 829-4666
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

96 JAN - 9 AM 11:44
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 27, 1995

ART MAY
PLAY BY PLAY TOYS & NOVELTIES, INC.
PO BOX 18267
SAN ANTONIO, TX 78218

SUBJECT: PLAY BY PLAY TOYS & NOVELTIES, INC.
Ref. Number: W95000024946

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We have received your document for PLAY BY PLAY TOYS & NOVELTIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

The registered agent designated must be an active Florida corporation or a foreign corporation authorized to transact business in Florida. Please correct the document.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 795A00055357

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 BY PLAY TOYS & NOVELTIES, INC.
(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. TEXAS
(State or country under the law of which it is incorporated)
3. 74-2623760
(FEI number, if applicable)
4. 01/09/92
(Date of Incorporation)
5. PERPETUAL
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON QUALIFICATION
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.135, F.S.))
7. P O BOX 18267
SAN ANTONIO, TX 78218
(Current mailing address)
8. DISTRIBUTION OF WHOLESALE PLUSH TOYS & NOVELTIES
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: CT Corporation Systems
Office Address: 1200 S. Pine Island Rd
Plantation, Florida, 33313
(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)

Kirk Hood, Assistant Secretary

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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: ARTURO G. TORRES

Address: 4400 TEJASCO, SAN ANTONIO, TX 78218

Vice Chairman: _____

Address: _____

Director: TOMAS DURAN

Address: 4400 TEJASCO, SAN ANTONIO, TX 78218

Director: BERTO GUERRA, JR.

Address: 4400 TEJASCO, SAN ANTONIO, TX 78218

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: MARK A. GAWLIK

Address: 4400 TEJASCO, SAN ANTONIO, TX 78218

Vice President: JAY B. FOREMAN

Address: 4400 TEJASCO, SAN ANTONIO, TX 78218

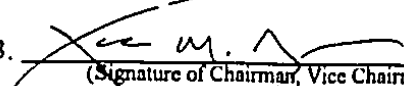
Secretary: JOE M. GUERRA

Address: 4400 TEJASCO, SAN ANTONIO, TX 78218

Treasurer: JOE M. GUERRA

Address: 4400 TEJASCO, SAN ANTONIO, TX 78218

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

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

14. JOE M. GUERRA SECRETARY/TREASURER
(Typed or printed name and capacity of person signing application)

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Play·By·Play

TOYS & NOVELTIES

4400 TEJASCO • P.O. BOX 18267 • SAN ANTONIO, TEXAS 78218-0267 • PHONE (210) 829-4666 • FAX (210) 824-6565

VICE PRESIDENT: FRANCISCO SAEZ MOYA

ADDRESS: 4400 TEJASCO, SAN ANTONIO, TX 78218

DIRECTOR: JAMES F. PLACE

ADDRESS: 4400 TEJASCO, SAN ANTONIO, TX 78218

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The State of Texas

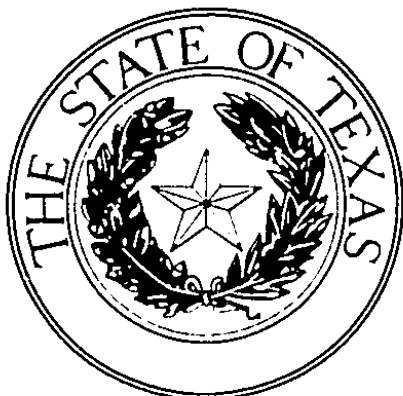
SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

PLAY BY PLAY TOYS & NOVELTIES, INC.

were filed in this office and a certificate of incorporation was issued on
JANUARY 9, 1992;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on December 13, 1995.*

Antonio O. Garza, Jr.
Secretary of State

PH