

APR-18-06 08:08 From:

T-25 P 01/05 Job-075

0606000102931 3)))

LD6000040324

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000102931 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : AKERMAN SENTERFITT - TAMPA
Account Number : I20000000249
Phone : (813) 223-7333
Fax Number : (813) 223-2837

DIVISION OF CORPORATION

06 APR 18 AM 10:45

RECEIVED

FLORIDA/FOREIGN LIMITED LIABILITY CO.

TOY BARN, LLC

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$160.00

SECRETARY OF STATE
TALLAHASSEE FLORIDA

2006 APR 18 AM 9:01

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

LD6-40324
AK

ARTICLES OF ORGANIZATION

OF

TOY BARN, LLC

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the Company shall be: **Toy Barn, LLC**

**ARTICLE II
ADDRESS AND PLACE OF BUSINESS**

The Company's mailing address is 4350 Oakes Road, Suite 512, Davie, Florida 33314 and the Company's principal address is 4350 Oakes Road, Suite 512, Davie, Florida 33314.

**ARTICLE III
PERIOD OF DURATION**

The period of duration of the Company shall be perpetual.

**ARTICLE IV
GENERAL POWERS**

The Company is formed for the purpose of conducting and undertaking, and shall have the power to conduct and undertake, any and all activities and actions authorized under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

{TP215992;1}

FILED
2006 APR 18 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
(((H06000102931 3)))

**ARTICLES OF ORGANIZATION
OF TOY BARN, LLC
PAGE 2**

**ARTICLE V
MANAGEMENT**

The management of the Company shall be determined in accordance with the operating agreement of the Company (the "Operating Agreement").

**ARTICLE VI
RIGHT TO CONTINUE BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not cease and the Company shall not be dissolved except by the unanimous consent of the remaining members or as otherwise provided in the Operating Agreement of the Company.

**ARTICLE VII
RESTRICTIONS ON MEMBERSHIP**

New members shall be admitted to the Company in accordance with the Operating Agreement of the Company. Contributions required of a new member shall be determined in accordance with the Operating Agreement of the Company. A member's interest in the Company may not be sold or otherwise transferred except with the unanimous consent of the members, or otherwise in accordance with the Company's Operating Agreement. Additional restrictions and conditions on membership may be set forth in the Operating Agreement or other agreement adopted by the members.

2006 APR 18
SECRETARY
MAIL ROOM

FILED

((H06000102931 3)))

**ARTICLES OF ORGANIZATION
OF TOY BARN, LLC
PAGE 3**

**ARTICLE VIII
OPERATING AGREEMENT**

The members of the Company may adopt an Operating Agreement pertaining to the regulation, management, and other affairs of the Company.

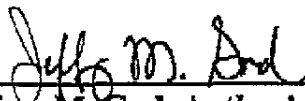
**ARTICLE IX
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Company's initial registered office in Florida is 401 E. Jackson Street, Suite 1700, Tampa, Florida 33602, and the name of its initial registered agent is American Information Services, Inc. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

**ARTICLE X
ACKNOWLEDGMENT**

The members of the Company, through their undersigned authorized representative, do hereby certify that the foregoing constitutes the proposed Articles of Organization of Toy Barn, LLC. These Articles of Organization may be amended from time to time by consent of the members in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 18 day of April, 2006.



Jeffrey M. Gad, Authorized Representative

((H06000102931 3)))

((H06000102931 3)))

**ARTICLES OF ORGANIZATION
OF TOY BARN, LLC
PAGE 4**

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Toy Barn, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Section 608.415, Florida Statutes.

EXECUTED this 18th day of April, 2006.

American Information Services, Inc.

By: 
David M. Abel, Asst. Secretary

2006 APR 18 AM 9:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

((H06000102931 3)))