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**ToyHouse Laboratory, Inc**

501 East Tropical Way, Plantation, FL 33317  
Tel: 954.296.1675 Fax: 954.438.9711

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

July 26, 2004

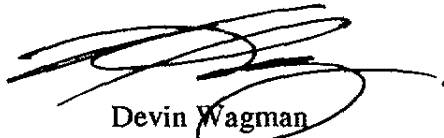
To Whom It May Concern:

The following items pertaining to the said corporation are included in this packet:

- Transmittal Letter
- Articles of Incorporation of ToyHouse Laboratory, Inc (2)
- One personal check of \$78.75

Please send one copy of the Certificate of Status to **501 East Tropical Way, Plantation, FL 33317**. If you have any questions or concerns, please contact me at (954) 683-9098. Thank you for your assistance.

Professionally,



Devin Wagman  
ToyHouse Laboratory, Inc

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## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: TOYHOUSE LABORATORY, INC  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

DEVIN WALMAN

Name (Printed or typed)

2344 NE 12th ST. - APT 9

Address

POMPANO BEACH, FL 33062

City, State & Zip

(954) 683-9098

Daytime Telephone number

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DIVISION OF CORPORATIONS  
FLORIDA

NOTE: Please provide the original and one copy of the articles.

# ARTICLES OF INCORPORATION

of

## TOYHOUSE LABORATORY, INC

*In Compliance with Chapter 617, Florida Statutes, (Not for Profit)*

### ARTICLE I

The name of the corporation shall be:  
TOYHOUSE LABORATORY, INC

### ARTICLE II

The principle place of business and mailing address of the corporation shall be:  
501 EAST TROPICAL WAY  
PLANTATION, FL, 33317

### ARTICLE III

The purpose for which the corporation is organized is: to provide an approachable and non-profit exhibition space for tentative and often under-represented art projects dismissed by traditional galleries and museums.

### ARTICLE IV

The manner in which the directors are elected or appointed:  
The officers of the corporation shall appoint the directors.

### ARTICLE V

The initial directors and officers of the corporation are:

Title: CEO  
CRISTINA GONZALEZ  
1521 SW 193<sup>RD</sup> AVE.  
PEMBROKE PINES, FL 33029

Title: VP  
DARIN BISCHOF  
501 EAST TROPICAL WAY  
PLANTATION, FL 33317

Title: VP  
DEVIN WAGMAN  
2344 NE 12<sup>TH</sup> STREET - APT 9  
POMPANO BEACH, FL 33062

### ARTICLE VI

The initial registered agent of the corporation is:  
DEVIN WAGMAN  
2344 NE 12<sup>TH</sup> STREET - APT 9  
POMPANO BEACH, FL 33062

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DIVISION OF CORPORATIONS  
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#### **ARTICLE VII**

**The name and address of the Incorporator is:**

CRISTINA GONZALEZ  
1521 SW 193<sup>RD</sup> AVE.  
PEMBROKE PINES, FL 33029

#### **ARTICLE VIII**

**The effective date of the corporation shall be:**

08/01/2004

#### **ARTICLE IX**

Said corporation is organized exclusively for educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **ARTICLE X**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contribution to which are deductible under section 107(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **ARTICLE XI**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a Court Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE XII**

The corporation will distribute its income for each tax year in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE XIII**

The corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future tax code.

**ARTICLE XIV**

The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future tax code.

**ARTICLE XV**

The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future tax code.

**ARTICLE XVI**

The corporation will not make any taxable expenditure as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future tax code.

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*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

  
\_\_\_\_\_  
Signature/Registered Agent

7/26/2009  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Signature/Incorporator

7/27/09  
\_\_\_\_\_  
Date

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SECTION 87C  
DIVISION OF REVENUE  
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