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Lewis S. Kimler, P.A.

ATTORNEY AT LAW

Lewis S. Kimler

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July 28, 2000

TRANSMITTAL LETTER

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

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-08/04/00--01060--018
*****78.75 *****78.75

SUBJECT: TOYS FOR TOYS AUTOMOTIVE, INC.

Enclosed is an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

Please provide a certificate of status and a certified copy of these articles.

A check for \$78.75 is enclosed. This represents payment for:

Certified copy of Articles of Incorporation

Thank you for your courtesy and cooperation in this matter. If you have any questions, please feel free to contact our offices.

Very truly yours,

Lewis S. Kimler

/b

Enclosures (as noted)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Rs/a/00

ARTICLES OF INCORPORATION
OF
Toys For Toys Automotive, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is Toys For Toys Automotive, Inc..

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 211A South Federal Highway, Hollywood, Florida 33020.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are Lewis S. Kimler, 600 N. E. 3 Avenue, Fort Lauderdale, Florida 33304.

ARTICLE V. INCORPORATORS.

The names and street addresses of the incorporators to these articles of incorporation are:

Ira Willner
211A South Federal Highway
Hollywood, Florida 33020

Richard B. Heppes
2588 N. E. 182 Terrace
Miami, Florida 33160

ARTICLE VI.
OPTIONAL PROVISIONS

The purpose of this corporation is to sell, both retail and wholesale, automobile accessories as well as importing and exporting same or any other business so designated by the board of directors.

The undersigned executed these articles of incorporation on
July 28, 2000.

Richard B. Heppes
Richard B. Heppes

Designation and Acceptance of Registered Agent
for a Florida Corporation

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Pursuant to the provisions of F.S. 607.0501, the undersigned, the Secretary of State of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is Toys For Toys Automotive, Inc..
2. The name of the registered agent is Lewis S. Kimler.
3. The address of the registered agent/registered office is 600 N. E. 3 Avenue, Fort Lauderdale, Florida 33304.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Lewis S. Kimler

Date: July 28, 2000.