

P00000107282



ACCOUNT NO. : 072100000032

REFERENCE : 900985 4347A

AUTHORIZATION : *Patricia Piggott*

COST LIMIT : \$ 78.75

ORDER DATE : November 16, 2000

ORDER TIME : 11:52 AM

ORDER NO. : 900985-005

CUSTOMER NO: 4347A

CUSTOMER: Ms. Robin L. Treadway
Burton & Burton, Pa

6000003467806--4

P.o. Drawer 1729

Wauchula, FL 33873

DOMESTIC FILING

NAME: THE TOY BOX OF POLK COUNTY,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133
EXAMINER'S INITIALS:

JR 11/16/00

RECEIVED
DIVISION OF CORPORATIONS
NOV 16 2000

00 NOV 16 PM 12:29

RECEIVED
DIVISION OF CORPORATIONS
NOV 16 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 16 PM 2:39

ARTICLES OF INCORPORATION

OF

THE TOY BOX OF POLK COUNTY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 16 PM 2:39

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is THE TOY BOX OF POLK COUNTY, INC.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation is organized for the purpose of owning and operating a toy store and for buying and selling toys, games, collectibles and hobby supplies; owning, leasing or otherwise holding interest in real and personal property; borrowing money from any individual, bank, savings and loan association, land bank association or production or farm credit association; encumbering any real or personal property owned by the corporation; and transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, and any amendments thereto.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the corporation has the authority to issue is One Hundred (100) shares, all of which shall be common shares with par value of \$1.00.

ARTICLE FIVE

PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe or to acquire any unissued or treasury shares.

ARTICLE SIX
REGISTERED OFFICE

The street address of the initial registered office of the corporation is 6431 Crews Lake Hills Loop West, Lakeland, Florida 33813, and the name of the initial registered agent at that address is Chris Tsipouras-Clark.

ARTICLE SEVEN
PRINCIPAL OFFICE/MAILING ADDRESS

The mailing address and location of the principal office of the corporation is 6431 Crews Lake Hills Loop West, Lakeland, Florida 33813.

ARTICLE EIGHT
OFFICERS AND DIRECTORS

(A) The initial Board of Directors of the corporation shall consist of two (2) members.

(B) The names and addresses of the first officers and Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Chris Tsipouras-Clark	6431 Crews Lake Hills Loop West Lakeland, FL 33813	Director/President Secretary/Treasurer
Alex Lim	2413 Avenue "G" Northwest Winter Haven, FL 33880	Director

ARTICLE NINE
INCORPORATORS

The name and address of the initial incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Chris Tsipouras-Clark	6431 Crews Lake Hills Loop West Lakeland, FL 33813

ARTICLE TEN
AMENDMENTS

These Articles of Incorporation may be amended as set forth in Chapter 607 Florida Statutes, and any amendments thereto.

IN WITNESS WHEREOF, I have subscribed my name this 15th day of November, 2000.



CHRIS TSIPOURAS-CLARK, Incorporator

STATE OF FLORIDA:
COUNTY OF HARDEE:

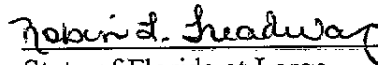
On this 15th day of November, 2000, before me, a notary public personally appeared CHRIS TSIPOURAS-CLARK, known to me to be the person whose name is subscribed to the instrument within, and acknowledged that he executed the same for the purposes contained therein. He is personally known to me and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Wauchula, Florida.



Robin L. Treadway
MY COMMISSION # CC762846 EXPIRES
July 27, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

NOTARY PUBLIC:



State of Florida at Large

My Commission Expires:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 16 PM 2:39

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for THE TOY BOX OF POLK COUNTY, INC., I hereby accept the appointment as its registered agent and agree to act in this capacity. Furthermore, I 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.

November 15, 2000

Date



CHRIS TSIPOURAS-CLARK, Registered
Agent