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James W. Endriss
1590 First Street
Sarasota, Florida 34236
(941) 366-6380

July 6, 2001

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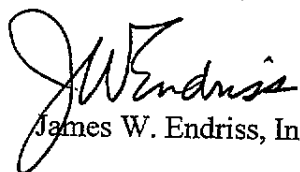
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

We are enclosing an original and one (1) copy of the Articles of Incorporation for Empire Hobbies & Games, Inc. for your filing. Our check for \$87.50 is enclosed for the following:

\$35.00 - Filing Fee
35.00 - Designation of Registered Agent
8.75 - Certified Copy of Articles of Incorporation
8.75 - Certificate of Status
\$87.50

Thank you for your attention to this matter.

Very truly yours,


James W. Endriss, Incorporator

Enclosure

FILED
01 JUL 11 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
EMPIRE HOBBIES & GAMES, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is Empire Hobbies & Games, Inc. The mailing address is 1590 First Street, Sarasota, Florida 34236.

Article II - Duration and Commencement

This corporation shall exist perpetually.

Article III - Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

Article IV - Capital Stock

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1590 First Street, Sarasota, Florida 34236, and the name of the initial registered agent of this corporation at that address is James W. Endriss.

Article VI - Management

This corporation shall be managed by the stockholder. The name and address of the initial stockholder of this corporation is Simon Kirby, 2119 Lusitania Drive, Sarasota, Florida 34231.

Article VII - Incorporator

The name and address of the person signing these Articles is James W. Endriss, 1590 First Street, Sarasota, Florida 34236.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation
on 7/6/01
(date)

James W. Endriss
James W. Endriss, Incorporator

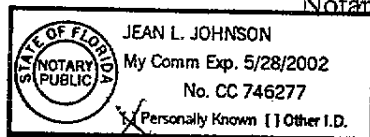
STATE OF FLORIDA)
COUNTY OF SARASOTA)

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared James W. Endriss, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on this 6 day of July 2001.

Jean L. Johnson
Notary Public

My commission expires:



Having been named Registered Agent to accept service of process for the above stated corporation at registered office designated in the Articles, I hereby accept such designation and agree to serve as Registered Agent.

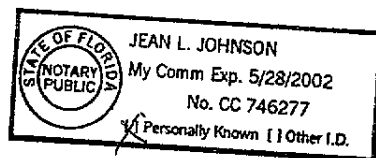
James W. Endriss
James W. Endriss

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing Acceptance was acknowledged before me this 6 day of July 2001, by James W. Endriss, as registered agent.

Jean L. Johnson
Notary Public

My commission expires:



FILED
01 JUL 11 AM 8:54
CLERK OF STATE
TALLAHASSEE, FLORIDA