

# PO1000093992

## Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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## To:

Division of Corporations  
Fax Number : (850) 205-0381

## From:

Account Name : CAPITAL CONNECTION, INC.  
Account Number : I20000000257  
Phone : (850) 224-8870  
Fax Number : (850) 222-1222

**FLORIDA PROFIT CORPORATION OR P.A.****ALL AMERICAN SPORTSCARDS & COLLECTIBLES, INC.**

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

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CAPITAL CONNECTION

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### ARTICLE I - NAME

The name of this corporation is:

ALL AMERICAN SPORTCARDS & COLLECTIBLES, INC.

### ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

10243 NW 53<sup>RD</sup> STREET  
SUNRISE, FL. 33351

### ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all-lawful business.

### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated as "Common Shares"

### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at that address is:

SCOTT A. JACOBY  
10243 NW 53<sup>RD</sup> ST.  
SUNRISE, FL. 33351

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**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director to hold office until the first annual meeting of stockholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the corporation. The names and address of the initial Director is:

SCOTT A. JACOBY  
10243 NW 53<sup>RD</sup> ST.  
SUNRISE, FL. 33351

**ARTICLE VII - INCORPORATOR**

The name and address of the Incorporator signing these Articles is:

SCOTT A. JACOBY  
10243 NW 53<sup>RD</sup> ST.  
SUNRISE, FL. 33351

**ARTICLE VIII - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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## ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or Director, to the full extent permitted by law.

## ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

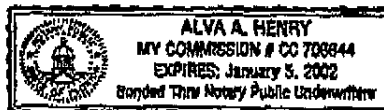
Scott A. Jacoby 9-25-01  
INCORPORATOR DATE  
ID FL. AIL# J210-781-70-088-0

State of Florida

County of Broward

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Scott A. Jacoby know to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation. In witness whereof, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 25th day of September, 2001.

Alva A. Henry  
Notary Public, State of Florida at Large  
My Commission Expires:



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CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.325 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.

The name of the corporation is: All American Sportscards & Collectibles, Inc.

The name and address of the registered agent and office is:

SCOTT A. JACOBY  
10243 NW 53<sup>RD</sup> ST.  
SUNRISE, FL. 33351

Signature: Scott A. Jacoby  
Title: President  
Date: 9-25-01

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature: Scott A. Jacoby  
Title: President  
Date: 9-25-01

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