

P9500023685

Law Office of
W. DANIEL KEARNEY, P.A.
1331 U.S. Highway 301
River North Business Center
Suite 1329
Palmetto, FL 34221
Telephone 813-729-6838
Facsimile 813-729-1421

March 14, 1995

Secretary of State
Division of Corporations
Tallahassee, FL 32301

8000001486678
-03/22/95--01068--019
***122.50 ***122.50

RE: **EVERYTHING COLLECTIBLE, INC.**

Gentlemen:

Enclosed are Articles of Incorporation for the above-named, with a copy thereof, and designation of resident agent, with copy thereof, to be filed.

Also enclosed is my trust Account Check #7025, in the amount of \$122.50.

Very truly yours,

W. DANIEL KEARNEY

WDK:sd
Enclosures

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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
EVERYTHING COLLECTIBLE, INC.

95 APR 22 PM 3 58
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Acting as incorporator of the corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

The name of this Corporation is:

EVERYTHING COLLECTIBLE, INC.

ARTICLE II

The purpose for which this Corporation is initially organized is for establishing and operating a retail sales business and for the transaction of any and all lawful businesses for which a corporation may be incorporated under the laws of the State of Florida.

ARTICLE III

The Corporation shall have the authority to issue 1000 shares of common stock having a par value of One Dollar (\$1.00) per share. There shall be only one class of shares.

ARTICLE IV

The initial street address of the registered office of the Corporation in the State of Florida shall be 1329 U.S. Highway 301, Palmetto, Florida 34221, and the initial registered agent at such address shall be W. DANIEL KEARNEY.

ARTICLE V

The Corporation shall have one (1) Director initially. The number of directors may be either increased or diminished from time to time by By-Laws, but shall never be less than the minimum number required by law. Directors need not be shareholders or residents of the State of Florida.

ARTICLE VI

The name and address of the principal place of business is:

EVERYTHING COLLECTIBLE, INC.

1329 U.S. Highway 301
Palmetto, FL 34221

ARTICLE VII

The name and address of the incorporator is:

W. DANIEL KEARNEY

1329 U.S. Highway 301
Palmetto, FL 34221

ARTICLE VIII

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

By-Laws adopted by the Board of Directors or by the Shareholders may be repealed or changed, except that any By-Law adopted by the Shareholders shall not be altered, amended, or repealed by the Board of Directors, such power being reserved by the Shareholders.

ARTICLE IX

The 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 subscriber has executed these Articles of Incorporation on this 15th day of March, 1995.


W. DANIEL KEARNEY

STATE OF FLORIDA
COUNTY OF MANATEE

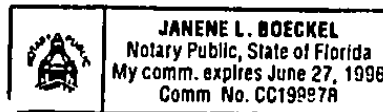
The foregoing instrument was acknowledged before me this 15th day of March, 1995, by W. DANIEL KEARNEY, who is personally known to me ~~or who has produced~~ _____ as identification and who did (did not) take an oath, and is the same person described in and subscribing the above Articles of Incorporation, and he acknowledged before me, according to law, that he executed the above Articles as his own free act and deed for the purposes and uses herein set forth and expressed.

SWORN TO AND SUBSCRIBED before me this 15th day of March, 1995.

NOTARY PUBLIC:

Sign: Janene L. Boeckel

State of Florida at Large (seal)
My Commission Expires:



In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First---That EVERYTHING COLLECTIBLE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Palmetto, County of Manatee, State of Florida, has named W. DANIEL KEARNEY, located at 1329 U.S. Highway 301, Palmetto, Florida, 34221, as its agent to accept service of process within said state.


SUBSCRIBER
W. DANIEL KEARNEY

ACCEPTANCE:

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


RESIDENT AGENT
W. DANIEL KEARNEY

FEBCLIENTS A:\GRAYSON\ARTICLES

FILED
95 MAR 22 PM 3:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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April 4, 1995

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*****35.00 *****35.00

Secretary of State
Division of Corporations
Tallahassee, FL 32301

RE: ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
EVERYTHING COLLECTIBLE, INC. TO BE KNOWN AS EVERYTHING CARDS
& COMICS, INC.

Gentlemen:

Enclosed is an Amendment to the Articles of Incorporation for
Everything Collectible, Inc., to be known as Everything Cards &
Comics, Inc., with a copy thereof, to be filed.

Also enclosed is my trust Account Check #1546, in the amount
of \$35.00.

Very truly yours,

W. DANIEL KEARNEY

WDK:sd
Enclosures

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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EVERYTHING COLLECTIBLE, INC.
TO BE KNOWN AS
EVERYTHING CARDS & COMICS, INC.

FILED
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STATE

The undersigned, sole incorporator of Everything Collectible, Inc., such Corporation incorporated on the 22nd day of March, 1995, Document number P95000023685, hereby files these Articles of Amendment:

1. The Articles of Incorporation are amended by amending Article I, to change the name of the Corporation to read as follows:

ARTICLE I

The name of this Corporation is:

EVERYTHING CARDS & COMICS, INC.

2. This Amendment has been adopted this 23rd day of March, 1995, by the incorporator, without shareholder action, and the Corporation has not as yet issued any shares.

The undersigned incorporator and the subscriber has executed this Amendment to the Articles of Incorporation, this 30th day of March, 1995.


W. DANIEL KEARNEY

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 30th
day of March, 1995, by W. DANIEL KEARNEY, who is personally
known to me or who has produced _____ as
identification and who did (did not) take an oath, and is the same
person described in and subscribing the above, and he acknowledged
before me, according to law, that he executed the above Amendment
as his own free act and deed for the purposes and uses herein set
forth and expressed.

NOTARY PUBLIC:

Sign: Janene L. Boeckel

State of Florida at Large (Seal)
My Commission Expires:

