

1201 HAYS STREET

TALLAHASSEE, FL 32301

800-142-8086



**networks**

PRESIDENTIAL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000012

REFERENCE : 657714 8070A

AUTHORIZATION :

*Patricia Pyzdek*

COST LIMIT : \$ 122.50

ORDER DATE : August 10, 1995

ORDER TIME : 3:17 PM

ORDER NO. : 657714

CUSTOMER NO: 8070A

CUSTOMER: Wendy Roulton, Legal Asst.  
PACKMAN NEUWAHL & ROSENBERG

300001558998

Suite 125  
1500 San Remo Avenue  
Coral Gables, FL 33146

DOMESTIC FILING

NAME: QUALITY COLLECTIBLES, INC.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

**T. BROWN** AUG 14 1995

FILED  
95 AUG 14 AM 10:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
QUALITY COLLECTIBLES, INC.

FILED  
95 AUG 14 AM 10:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

QUALITY COLLECTIBLES, INC.

The address of the principal office of this corporation shall be 12445 Keystone Island Drive, North Miami, Florida 33181, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 11, 1995.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*  
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

FILED  
95 AUG 14 AM 10:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: [Signature]  
Its agent, Gail Shelby

LRD/lrd

P95000062385

PAW OFFICE  
PACKMAN, NEUWAHL & ROSENBERG  
1500 SAN REMO AVENUE  
SUITE 125  
CORAL GABLES, FLORIDA 33140

BRUCE BARTON PACKMAN (RETIRED)  
MALCOLM H. NEUWAHL  
MICHAEL ROSENBERG  
DENNIS GINSBURG  
ROBERT A. STAMEN  
LESLIE A. SHARP  
JACK D. FINKELMAN  
JAN M. B. BLACK  
MARK D. RICH

TELEPHONE (305) 555-3311  
TELECOPIER (305) 555-1244

September 20, 1995

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

11/09/2005 15:51:11  
-09/20/95 - 01/01/96  
\*\*\*\*\*35.00 \*\*\*\*\*75.00

RE: Quality Collectibles, Inc. (the "Corporation")  
Our Client File No. 1687Y(b)

Gentlemen:

Enclosed herewith please find an original and one (1) copy of the Statement of Change of Registered Office and Registered Agent (the "Form") for the above-referenced Corporation. Also enclosed is a check in the amount of Thirty-Five Dollars (\$35.00) for the filing fee.

Please acknowledge your receipt of the Form and check by signing the enclosed acknowledgment copy and returning it in the envelope provided. Also, please send me the copy of the Form upon filing.

Thank you for your cooperation in this matter. If you have any questions, please do not hesitate to contact me.

Very truly yours,

PACKMAN, NEUWAHL & ROSENBERG

*Wendy S. Roston*

WENDY S. ROSTON,  
Legal Assistant

/wsr  
Enclosures  
54/6\*1687  
cc: CSC Networks

SEP 26 1995

95 SEP 22 PM 12:22  
RECEIVED  
DIVISION OF STATE  
CORPORATIONS

Charter No. P95000062385

Date Filed August 14, 1995

**STATEMENT OF CHANGE OF REGISTERED OFFICE  
AND REGISTERED AGENT**

Pursuant to the provisions of Sections 607.0501 and 607.0502, or 607.1508, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office and registered agent in the State of Florida.

1. The name of the corporation is: Quality Collectibles, Inc.

2. The name and address of its present registered agent is:

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, Florida 32301

3. The name and street address to which its registered agent is to be changed is:  
(P.O. BOX NOT ACCEPTABLE)

Mike Nunez

12445 Keystone Island Drive

North Miami, FL 33181

4. The street address of its registered office and the street address of the business office of its registered agent, as changed, are identical.

5. Such change was authorized by resolution duly adopted by its board of directors or by an officer of the corporation so authorized by the board of directors.

Mike Nunez, President  
(Typed or printed name and title)

Signature [Signature]

(President or Vice President)

Date 8-18-95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT UNDER SECTION 607.0505, FLORIDA STATUTES.

Please Print/Type Name Mike Nunez

Signature [Signature]

(Agent)

Date 8-18-95