

P96000024648

TAXATION  
WILLS, ESTATES AND ESTATE PLANNING  
CORPORATION AND BUSINESS LAW

ADMITTED IN FLORIDA AND PENNSYLVANIA

THE OAKS  
SUITE 208 B  
4330 BHERIDAN STREET  
Hollywood, Florida 33021

BROWARD (305) 962-8800  
MIAMI (305) 920-1128  
TELEFAX (305) 962-1004

February 27, 1996

Secretary of State  
Corporate Records Bureau  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

100001729371  
-03/01/96--01058--012  
\*\*\*\*122.50 \*\*\*\*122.50

RE: 4-PLAY, INC. *Sells, Inc.*  
OUR FILE NO. 1299-03

To Whom It May Concern:

Enclosed herewith is one original and one copy of the Articles of Incorporation for the above-referenced corporation.

Our check, payable to the Secretary of State, in the amount of \$122.50 is enclosed as payment of the following:

|                              |              |
|------------------------------|--------------|
| Filing Fee                   | \$ 35.00     |
| Certified Copy of Articles   | 52.50        |
| Registered Agent Designation | <u>35.00</u> |
|                              | \$122.50     |

Please return the certified copy to the attention of the undersigned. Thank you for your cooperation.

Very truly yours,

*Steven B. Dolchin*  
STEVEN B. DOLCHIN

SBD:vl

Enclosures

98 MAR - 1 21 9 12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

4388-4887  
1305-1000  
3-20-96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 5, 1996

STEVEN B. DOLCHIN, ESQUIRE  
THE OAKS, SUITE 202-B  
HOLLYWOOD, FL 33021

SUBJECT: 4-PLAY, INC.  
Ref. Number: W96000004847

We have received your document for 4-PLAY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6933.

Dana Farmer  
Document Specialist

Letter Number: 296A00009656

ARTICLES OF INCORPORATION  
OF  
4-PLAY SALES, INC.

FILED  
96 MAR -1 11 9 35  
STATE OF FLORIDA  
TALLAHASSEE

ARTICLE I - NAME

The name of this corporation is 4-PLAY SALES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 7,500 shares of One (\$1.00) Dollar par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is The Oaks, Suite 202B, 4330 Sheridan Street, Hollywood, Florida 33021 and the initial

#### ARTICLE VI - PRINCIPAL OFFICE

The street address of the principal office of this corporation is 3318 Ottawa Lane, Cooper City, Florida 33026.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (4) Directors initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial Directors of this corporation are:

|                  |   |
|------------------|---|
| Chaz Carney      | 1129 Elm Park Drive<br>Cincinnati, Ohio 45216   |
| Joel Gumpel      | 3318 Ottawa Lane<br>Cooper City, Florida 33026  |
| Brad Bailey      | 127 Applegate Drive<br>Sterling, Virginia 20164 |
| Todd Tonnemacher | 7810 Amherst<br>Dallas, Texas 75225             |

#### ARTICLE VIII - BY-LAWS

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any incorporator, officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is Steven B. Dolchin, c/o Steven B. Dolchin, P.A., 4330 Sheridan Street, Suite 202B, Hollywood, Florida 33021.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in this Article of Incorporation, to any amendment hereto, and any rights conferred upon the Stockholders are subject to this reservation.

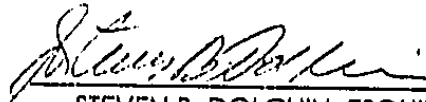
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 28<sup>th</sup> day of February, 1996.

  
STEVEN B. DOLCHIN

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE  
ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS  
CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE  
OF ITS DUTIES.

DATED THIS 28<sup>th</sup> DAY OF February, 1996.



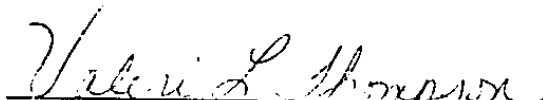
STEVEN B. DOLCHIN, ESQUIRE  
(Registered Agent)

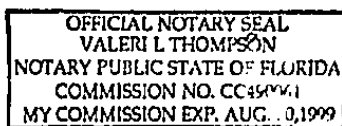
STATE OF FLORIDA       )  
                                  ) ss:  
COUNTY OF BROWARD    )

Before me, a Notary Public authorized in the State and County set forth  
above, personally appeared STEVEN B. DOLCHIN, to me known and known by me  
to be the person who, as incorporator, executed the foregoing Articles of  
Incorporation of 4-PLAY, INC. 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 last aforesaid, this 28th day of February, 1996.

My Commission Expires:

  
Notary Public, State of Florida



P96000024648

*Steven B. Dolchin, P.A.*  
*Attorney at Law*

TAXATION  
WILL, ESTATE AND ESTATE PLANNING  
CORPORATION AND BUSINESS LAW

ADMITTED IN FLORIDA AND PENNSYLVANIA

THE OAKS  
SUITE 202 B  
4330 BHERIDAN STREET  
*Hollywood, Florida 33021*

BROWARD (305) 962-5800  
MIAMI (305) 620-1128  
TELEFAX (305) 962-1004

May 8, 1996

Secretary of State  
Corporate Records Bureau  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: 4-PLAY SALES, INC.  
OUR FILE NO. 1299-03

7000001821267  
-05/14/96--01130--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

To Whom It May Concern:

Enclosed herewith is one original and one copy of the Articles of Amendment for the above-referenced corporation. Also enclosed is our check, payable to the Secretary of State, in the amount of \$87.50 for the filing of the Articles of Amendment and return of a certified copy to the undersigned.

Thank you for your prompt attention to this matter. Should you have any questions, kindly contact me.

Very truly yours,

*Steven B. Dolchin*  
STEVEN B. DOLCHIN

SBD:vt

Enclosures

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CLERK OF DISTRICT COURT  
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## Article 1

## Article II

### Article III

IN WITNESS WHEREOF, the undersigned has executed and acknowledged these Articles of Amendment to the Articles of Incorporation this 8th day of May, 1996.

*Henry B. Jones*



STATE OF FLORIDA       )  
                                  ) ss:  
COUNTY OF BROWARD    )

Before me, a Notary Public authorized in the State and County set forth above, personally appeared STEVEN B. DOLCHIN, to me known and known by me to be the person who, as incorporator, executed the foregoing Articles of Amendment of 4-PLAY, INC. and he acknowledged before me that he executed the Articles of Amendment for uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County last aforesaid, this 8th day of May, 1996.

My Commission Expires:

Valeri L. Thompson  
Notary Public, State of Florida

