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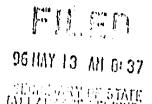
Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

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\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate	#122.50 Fling Fee & Certified Copy Additional Copy	\$131.25 Filing Fee, Certified Copy & Certificate y Required
FROM:	EXOTIC Name	1045 (printed of typed)	INC
•	16686	N.W. 54	th. Que
	MAMI	TQ. 57 ity, State & Zip.	014

NOTE: Please provide the original and one copy of the articles.

GB 5/20/96



ARTICLES OF INCORPORATION OF EXOTIC TOYS, INC. A FLORIDA CORPORATION

We, the undersigned, as proper persons acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation:

FIRST

The name of the corporation is: EXOTIC TOYS, INC.

SECOND

The period of its duration is: PERPETUALLY, UNLESS SOONER DISSOLVED ACCORDING TO LAW.

THIRD

The purpose of the corporation is: TO ENGAGE IN ANY BUSINESS OR ACTIVITY PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

FOURTH

The aggregate number of authorized shares is: THE CORPORATION IS AUTHORIZED TO ISSUE ONE HUNDRED SHARES (100) OF ONE DOLLAR (\$1.00) PAR VALUE COMMON STOCK.

FIFTH

The corporation will not commence business until at least \$ 10.00 dollars have been received by it as consideration for the issuance of shares.

HTXIR

Cumulative voting of shares of stock ARE authorized.

SEVENTH

The address of the initial registered office of the corporation is: 9033 VINEYARD LAKE DRIVE, PLANTATION, FL. 33324 and the name of its initial registered agent at such address is: TONY FALZARANO. By my signature below, I accept designation.

EIGHTH

Address of the principal place of business is: 16686 N.W. 54TH. AVE. MIAMI, FL. 33014-6115

NINTH

The number of directors constituting the initial board of directors of the corporation is 01, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Name Address

TONY FALZARANO 9033 VINEYARD LAKE DRIVE

PLANTATION, FLORIDA 33324

TENTH

The name and address of each incorporator is:

Name	Address	
TONY FALZARANO	9033 VINEYARD LAKE DRIVE	
	PLANTATION, FLORIDA 33324	

Date:APRIL 18, 1996