

196000043069

**FULKS-LOSTETTER TAX,  
FINANCIAL & ACCOUNTING SERVICES, INC.**

5825 26th STREET WEST  
BRADENTON, FLORIDA 34207

City/State/Zip

Phone #

300001802053  
-04/30/96--01116--005  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

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TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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5/3/96  
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Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

May 3, 1996

**GEORGE THESS III**  
4457 87TH COURT WEST  
BRADENTON, FL 34210

**SUBJECT: HOT TOPICS, INC.**  
Ref. Number: W96000009474

We have received your document for HOT TOPICS, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6878.

**Terri Buckley**  
Corporate Specialist

Letter Number: 296A00021612

ARTICLES OF INCORPORATION  
FOR  
HOT TOPICS, INC.

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is: HOT TOPICS, INC.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The purpose of this corporation is to reenact any and all lawful businesses for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 1,000,000 shares of common stock with par value of \$.10 a share. The Board of Directors may dispose of the authorized by the unissued stock from time to time.

ARTICLE V. PREEMPTIVE RIGHTS

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI. RESTRICTIONS ON TRANSFER

All of the issued and outstanding shares of this corporation shall be made subject to restrictions on transferability by agreement among the holders of said shares. A copy of such agreement shall be kept in the file at the principal office of the corporation and shall be subject to inspection by stockholders of record and bona fide creditors of the corporation at reasonable times during business hours.

#### ARTICLE VII. REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation is: 4457 87th Street Court West, Bradenton, FL 34210 and the principle office shall be the same as the registered office. The name of the initial registered agent as such address is George Thess III., 4457 87th Street Court West, Bradenton, FL 34210.

#### ARTICLE VIII. DIRECTORS

This corporation shall have one director initially. The number shall be fixed by the by laws and may be changed from time to time. The name and address of each member of the first board of directors;

George Thess III, 4457 87th Street Court West, Bradenton, FL 34210

#### ARTICLE IX . INCORPORATOR

The name and street address of the Incorporator is:

George Thess III, 4457 8th Street Court, Bradenton, FL 34210 having been named as registered agent for HOT TOPICS, INC. at the place designated in the foregoing Articles of Incorporation, 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.

Dated: April 25, 1996



George Thess III,  
Incorporator

Register Agent

I hereby accept designation as Registered Agent.

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TALLAHASSEE, FLORIDA