

P96000055971

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

of _____ No. 53085
RE: Play, Inc

<input checked="" type="checkbox"/> Capital Express™	FILED
<input checked="" type="checkbox"/> Art. of Inc. File	05 JUL -2 PM 1:22
<input type="checkbox"/> Corp. Record Search	
<input type="checkbox"/> Ltd. Partnership File	
<input type="checkbox"/> Foreign Corp. File	
<input checked="" type="checkbox"/> (-) CONT. Copy(n) <u>photo</u>	
<input type="checkbox"/> Art. of Amend. File	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> C U S -	200001881802
<input type="checkbox"/> Fictitious Name File	07/02/96=01099-020
	*****70.00-*****70.00
<input type="checkbox"/> Name Reservation	
<input type="checkbox"/> Annual Report/Reinstatement	
<input type="checkbox"/> Reg. Agent Service	
<input type="checkbox"/> Document Filing	
<input type="checkbox"/> Corporate Kit	
<input type="checkbox"/> Vehicle Search	
<input type="checkbox"/> Driving Record	
<input type="checkbox"/> Document Retrieval	
<input type="checkbox"/> UCC 1 or 3 File	
<input type="checkbox"/> UCC 11 Search	
<input type="checkbox"/> UCC 11 Retrieval	
<input type="checkbox"/> File No.'s, _____ Copies	
<input type="checkbox"/> Courier Service	
<input type="checkbox"/> Shipping/Handling	
<input type="checkbox"/> Phone ()	
<input type="checkbox"/> Top Priority	
<input type="checkbox"/> Express Mail Prep.	
<input type="checkbox"/> FAX () pgs.	
SUBTOTALS _____	

REQUEST _____ TAKEN _____ CONFIRMED _____ APPROVED _____
DATE _____ TIME _____ BY [Signature] CK No. _____

WALK-IN Will Pick Up 7/2 12:00

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

OF

PLAY, INC.

ARTICLE I - NAME

The name of the corporation is: PLAY, INC.

ARTICLE II - NATURE OF CORPORATE BUSINESS

The corporation may engage in any activity of business permitted under the laws of the United States and under the laws of the State of Florida and shall exercise all powers convenient, incident to or necessary in the proper conduct of its business.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having \$1.00 par value per share; all shares shall be paid in lawful money of the United States of America or in property, labor or services, the just value thereof shall be fixed by the Board of Directors of the corporation in the manner provided for by the laws of the State of Florida.

ARTICLE IV - DURATION

This corporation is to exist perpetually.

ARTICLE V - INITIAL REGISTERED OFFICE/AGENT

The street address of the initial registered office of this corporation is: 175 Indian Mound Trail, Tavernier, Florida 33070. The name of the initial registered agent at that address is: Lisa Barganier. The principal place of business of this corporation is: 175 Indian Mound Trail, Tavernier, Florida 33070.

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TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the by-laws but shall never have less than one. The name and address of the initial director is: Julie R. Goodman, 175 Indian Mound Trail, Tavernier, Florida 33070.

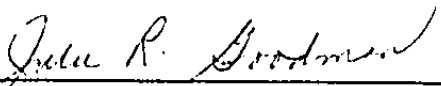
ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is: Julie R. Goodman, 175 Indian Mound Trail, Tavernier, Florida 33070.

ARTICLE VIII - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon the shareholders subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24 day of June, 1996.


Julie R. Goodman

RESIDENT AGENT ACKNOWLEDGEMENT

Having been named to accept service of process of the above named corporation at the place designated in these Articles, I hereby accept to act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Lisa Barganier

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TALLAHASSEE, FLORIDA