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PRESTON HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 093663 7116060

AUTHORIZATION :

COST LIMIT : \$ 122.50

RECEIVED
96 SEP 20 PM 2:49
DIVISION OF CORPORATION

ORDER DATE : September 20, 1996

ORDER TIME : 1:26 PM

ORDER NO. : 093663

CUSTOMER NO: 7116060

CUSTOMER: Mr. Bert Gorman
MR. BERT GORMAN

100001953301

Suite 9k
360 Shore Road
Long Beach, NY 11561

DOMESTIC FILING

NAME: CONSOLIDATED TOY
PROMOTIONS, INC.

EFFECTIVE DATE:

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: Deborah Schroder

EXAMINER'S INITIALS:

9/23/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 20 AM 10:04

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 20 AM 10:04

ARTICLES OF INCORPORATION

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Consolidated Toy Promotions, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1890 South Ocean Drive, Suite TS101E
Hallandale, Florida 33009

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Bert Gorman
1890 South Ocean Drive, Suite TS101E
Hallandale, Florida 33009

Bert Gorman
Acceptance by Registered Agent

9/17/96
Date

ARTICLE V INCORPORATOR

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

Bert Gorman
1890 South Ocean Drive, Suite TS101E
Hallandale, Florida 33009

The undersigned incorporator has executed these Articles of Incorporation this 17 day of September, 1996.

Bert Gorman
Bert Gorman, Incorporator

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U.S. Toy Consulting Group Inc.

1890 S. Ocean Dr., Ste. T.S. 101E
Hallandale, Fla. 33009
Tel: (305) 454-7956
Fax: (305) 454-8078

380 Shore Rd., Ste. 9K
Long Beach, N.Y. 11561
Tel: (516) 589-7344
Fax: (516) 589-7345

11/14/96

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Gentlemen:—

Please find Articles of amendment
name from Consolidated Toy Promotions Inc.

To Prime Time Toy Promotions Inc.

Your form + check for \$514.00

enclosed.

Thank you very much + any question
can be reached at above Florida Phone
+ address

Bert Sommer

SH 11/27

NC

FILED
96 NOV 20 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

CONSOLIDATED TOY PROMOTIONS, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

ARTICLE I is amended in its entirety to read:

ARTICLE I NAME

The name of the corporation shall be: Prime Time Toy Promotions, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 11/14/96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 14th of November, 19 96

Signature

Bert Gorman

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Bert Gorman

Typed or printed name

Incorporator

Title