

O'Neil & Associates, Inc.  
ACCOUNTANTS & TAX CONSULTANTS  
3493 ALOMA AVENUE  
WINTER PARK, FL 32792

407-679-6191

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 11 PM 2:42

AUGUST 27, 1997

P97000078881

DIVISION OF CORPORATIONS  
CHARTER SECTION  
P. O. BOX 6327  
TALLAHASSEE, FL 32314

700002281027

700002281027-2  
\*\*\*122.50 \*\*\*122.50

08/29/97-01062-016

GENTLEMEN:

PLEASE FIND ENCLOSED "ARTICLES OF INCORPORATION" FOR THE  
FOLLOWING COMPANY:

CLASSIC TOY SHOP, INC.

A COMPANY CHECK IS ENCLOSED IN THE AMOUNT OF \$ 122.50 TO  
COVER ALL FILING FEES AND TAXES.

PLEASE MAIL THE FILING ACKNOWLEDGEMENT TO THE LETTERHEAD  
ADDRESS. THANK YOU.

VERY TRULY YOURS,

ONEIL & ASSOCIATES, INC.

*Collette A. O'Neil*  
COLLETTE A. O'NEIL  
ACCOUNTANT & TAX CONSULTANT

ENCLOSURE

W97-20192

9-2-97

2557,611

9/11



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

September 2, 1997

COLLETTE A. O'NEIL  
O'NEIL & ASSOCIATES, INC.  
3493 ALOMA AVENUE  
WINTER PARK, FL 32792

SUBJECT: CLASSIC TOY SHOP, INC.  
Ref. Number: W97000020192

We have received your document for CLASSIC TOY SHOP, 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 document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of 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 (850) 487-6923.

Doris McDuffie  
Corporate Specialist Supervisor

Letter Number: 297A00043838

*See Attached.  
Please Rush!*

ARTICLES OF INCORPORATION  
CLASSIC TOY SHOP, INC.

THE UNDERSIGNED, DESIRING TO FORM A CORPORATION UNDER AND BY VIRTUE OF THE LAWS OF THE STATE OF FLORIDA PROVIDING FROM THE FORMATION, LIABILITY, RIGHT, PRIVILEGES AND IMMUNITIES OF A CORPORATION FOR PROFIT, STATES AS FOLLOWS:

ARTICLE 1

THE NAME & ADDRESS OF THIS CORPORATION SHALL BE:

CLASSIC TOY SHOP, INC.  
2355 BRENGLE AVENUE  
ORLANDO, FLORIDA 32808

ARTICLE 2

THE OBJECTS AND PURPOSES OF THE CORPORATION AND THE GENERAL NATURE OF THE BUSINESS OR BUSINESSES TO BE TRANSACTED SHALL BE:

1. TO ENGAGE IN ANY LAWFUL BUSINESSES PERMITTED OR ALLOWED UNDER THE FLORIDA GENERAL CORPORATION ACT.
2. TO MAKE AND ENTER INTO ALL CONTRACTS NECESSARY AND PROPER FOR THE CONDUCT OF ITS BUSINESS OR BUSINESSES.
3. TO BORROW MONEY OF ANY PERSON, FIRM, OR CORPORATION; TO ISSUE BONDS, DEBENTURES, OR OBLIGATIONS OF THIS CORPORATION FROM TIME TO TIME FOR ANY OF THE OBJECTS OR PURPOSES OF THE CORPORATION; AND TO SECURE SAME BY MORTGAGE, PLEDGE, OR BY ANY OTHER LAWFUL MEANS.
4. TO HAVE OFFICES, AND TO CONDUCT AND PROMOTE ITS BUSINESS, WITHIN OR WITHOUT THE STATE OF FLORIDA, THE DISTRICT OF COLUMBIA, THE TERRITORIES AND POSSESSIONS OF THE UNITED STATES, AND IN FOREIGN COUNTRIES, WITHOUT RESTRICTION AS TO PLACE OR AMOUNT.
5. TO DO ANY AND ALL THINGS NECESSARY, SUITABLE AND PROPER FOR THE ACCOMPLISHMENT OF ANY OF ITS OBJECTS OR FOR THE EXERCISE OF ANY OF THE POWERS SET FORTH ABOVE, WHETHER HEREIN SPECIFIED OR NOT, EITHER ALONE OR IN CONNECTION WITH OTHER FIRMS, INDIVIDUALS, OR CORPORATIONS, WHETHER IN THE STATE OF FLORIDA, OR THROUGHOUT THE UNITED STATES, OR ELSEWHERE, AND TO DO ANY OTHER ACT OR ACTS, THING OR THINGS INCIDENTAL OR PERTINENT TO OR CONNECTED WITH THE BUSINESS OR BUSINESSES HEREIN-BEFORE DESCRIBED, OR ANY PART OR PARTS THEREOF, IF NOT INCONSISTENT WITH THE LAWS OF THE STATE OF FLORIDA.
6. IN GENERAL, THIS CORPORATION SHALL HAVE AND EXERCISE ALL THE POWERS CONFERRED BY THE LAWS OF THE STATE OF FLORIDA UPON CORPORATIONS FOR PROFIT. IT IS HEREBY EXPRESSLY PROVIDED THAT THE FOREGOING ENUMERATION OF SPECIFIC POWERS SHALL NOT BE HELD TO LIMIT OR RESTRICT IN ANY MANNER SUCH GENERAL POWERS.

ARTICLE 3

THE CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE 4

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 2355 BRENGLE AVENUE, ORLANDO, FLORIDA, 32808. THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS DAVID L MILLER.

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ARTICLES OF INCORPORATION  
CLASSIC TOY SHOP, INC.

ARTICLE 5

THE CAPITAL STOCK OF THE CORPORATION SHALL CONSIST OF:  
1000. SHARES WITH A \$ 1.00 PAR VALUE PER SHARE

ARTICLE 6

THE BUSINESS OF THE CORPORATION SHALL BE CONDUCTED BY A BOARD OF AT LEAST ONE DIRECTOR. THE NAME AND ADDRESS OF THE INITIAL DIRECTOR OF THE CORPORATION IS:

DAVID L. MILLER  
2355 BRENGLE AVENUE  
ORLANDO, FLORIDA 32808

THE DIRECTOR NAMED ABOVE SHALL HOLD OFFICE FOR THE FIRST YEAR OF THE EXISTENCE OF THE CORPORATION OR UNTIL HIS OR HER SUCCESSORS ARE ELECTED AND HAVE QUALIFIED.

ARTICLE 7

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION SHALL BEGIN BUSINESS IS \$ 100.00.

ARTICLE 8

THE OFFICERS OF THE CORPORATION SHALL BE A PRESIDENT, ONE OR MORE VICE-PRESIDENTS, A SECRETARY, AND A TREASURER. THE NUMBER OF VICE PRESIDENTS MAY BE FIXED AND DETERMINED BY THE BOARD OF DIRECTORS FROM TIME TO TIME. UNTIL THE FIRST MEETING OF THE BOARD OF DIRECTORS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND HAVE QUALIFIED, THE FOLLOWING SHALL BE THE OFFICERS OF THE CORPORATION:

PRES: DAVID L. MILLER  
2355 BRENGLE AVENUE  
WINTER PARK, FL 32808

VICE PRES: KATHY L. MILLER  
2355 BRENGLE AVENUE  
ORLANDO, FL 32808

SECRETARY: KATHY L. MILLER  
2355 BRENGLE AVENUE  
ORLANDO, FL 32808

TREASURER: DAVID L. MILLER  
2355 BRENGLE AVENUE  
ORLANDO, FL 32808

THE NAME AND ADDRESS OF THE INCORPORATOR IS:

DAVID L. MILLER  
2355 BRENGLE AVENUE  
ORLANDO, FL 32808

ARTICLE 10

EVERY SHAREHOLDER OF THE CORPORATION, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO RATE SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IS OFFERED TO OTHERS.

ARTICLE 11

1. THE ANNUAL MEETING OF THE SHAREHOLDERS SHALL BE HELD ON THE FIRST MONDAY OF JANUARY OF EACH YEAR, OR AT SUCH OTHER TIME AS MAY BE FIXED BY THE BY LAWS, AT WHICH TIME THE BOARD OF DIRECTORS SHALL BE ELECTED AND SUCH OTHER

ARTICLES OF INCORPORATION  
CLASSIC TOY SHOP, INC.

BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING MAY BE CONSIDERED AND TRANSACTED.

2. THE OFFICERS OF THE CORPORATION SHALL BE ELECTED ANNUALLY BY THE BOARD OF DIRECTORS AT A MEETING OF THE BOARD TO BE HELD ANNUALLY FOLLOWING THE ANNUAL SHAREHOLDERS' MEETING.

3. THE TIME, PLACE AND MANNER OF CALLING MEETINGS OF THE SHAREHOLDERS OR DIRECTORS SHALL BE FIXED BY THE BY LAWS OF THE CORPORATION. THE BOARD OF DIRECTORS MAY PROVIDE FOR THE ELECTION OF AND PRESCRIBE THE DUTIES OF SUCH OTHER OFFICERS AND AGENTS AS THE BOARD MAY DEEM ADVISEABLE AND PROPER, AND MAY TAKE SUCH ACTION NOT INCONSISTENT WITH THE ARTICLES OF INCORPORATION, AND THE BY LAWS OF THE CORPORATION AND THE LAWS OF THE STATE OF FLORIDA, AS SUCH BOARD MAY DEEM ADVISABLE FOR THE CONDUCT AND OPERATION OF THE CONDUCT AND OPERATION OF THE BUSINESS OF THE CORPORATION.

4. THE BOARD OF DIRECTORS SHALL APPOINT A RESIDENT AGENT AS REQUIRED BY THE STATE OF FLORIDA.

ARTICLE 12

THE HIGHEST AMOUNT OF LIABILITY TO WHICH THIS CORPORATION CAN, AT ANY TIME SUBJECT ITSELF, SHALL BE UNLIMITED.

ARTICLE 13

EVERY AMENDMENT TO THESE ARTICLES SHALL BE APPROVED BY THE STOCKHOLDERS BY A MAJORITY OF THE SHARES ENTITLED TO VOTE THEREON AT A MEETING CALLED FOR SUCH PURPOSES. A SPECIAL MEETING OF THE INCORPORATOR AND HIS OR HER ASSIGNS SHALL BE HELD, UPON THE CALL OF THE PRESIDENT, FOR THE PURPOSE OF COMPLETING THE ORGANIZATION OF THE CORPORATION AND ADOPTION OF THE BY LAWS AND THE TRANSACTION OF SUCH OTHER BUSINESS AS MAY BE DESIRED.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND SEAL AT WINTER PARK, FL COUNTY OF ORANGE, ON AUGUST 19, 1997.

David L. Miller 8-29-97

DAVID L. MILLER

DATE

I AM HEREBY FAMILIAR WITH & ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT. David L. Miller 8-29-97  
STATE OF FLORIDA COUNTY OF ORANGE

BEFORE ME, THE UNDERSIGNED AUTHORITY, DAVID L. MILLER, PERSONALLY APPEARED TO ME, WELL KNOWN AND KNOWN BY ME TO BE THE PERSON DESCRIBED IN AND WHO SIGNED THE FOREGOING ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT (S)HE SIGNED THE SAME FREELY AND VOLUNTARILY FOR THE USES AND PURPOSES THEREIN EXPRESSED.

WITNESS MY HAND AND SEAL AT WINTER PARK, FL, 32792, ON AUGUST 19, 1997.

August 29 1997 Sworn to and subscribed before me this 29th day of August, 1997 Collette Ann O'Neil  
DATE NOTARY



COLLETTE ANN O'NEIL  
COMMISSION #CC379828  
EXPIRES JUNE, 1998  
BONDED THRU  
ATLANTIC BONDING CO., INC.

(Signature of Notary Public - State of Florida)

Collette Ann O'Neil

(Print, Type or Stamp Commissioned Name of Notary Public)

Personally Known ☒ OR ☐ Produced Identification

Type of I. D. Produced DRIVER'S LICENSE

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DIVISION OF STATE  
CORPORATIONS