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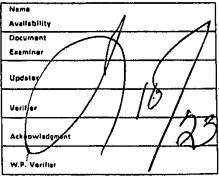
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CORPORATION(S) NAME

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CR2E031 (R8-85)

TRANSMITTAL LETTER

October 22, 1997

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

SUBJECT: Sunshine Toys, Inc.

Enclosed please find an original and two (2) copies of the Articles of Incorporation for the above corporation and check in the amount of \$ 70.00.

FROM:

Fred May

4747 Northwest 103rd Avenue, Ste. 12

Sunrise, FL 33351

954-747-7222

ARTICLES OF INCORPORATION

OF

Sunshine Toys, Inc.

7 1 Mg 1- 20

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:

Sunshine Toys, Inc.

ARTICLE II PRINCIPAL OFFICE

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

4747 Northwest 103rd Avenue, Ste. 12 Sunrise, FL 33351

ARTICLE III CAPITAL STOCK

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

200 shares of Common Stock at \$1.00 Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial agent is:

Fred May 4747 Northwest 103rd Avenue, Ste. 12 Sunrise, FL 33351

ARTICLE V INCORPORATOR

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

Fred May 4747 Northwest 103rd Avenue, Ste. 12 Sunrise, FL 33351

The undersigned has executed these Articles of Incorporation this

22th day of October, 1997.

Monature

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

Sunshine Toys, Inc.

2. The name and address of the registered agent and office is:

Fred May

4747 Northwest 103rd Avenue, Ste. 12

Sunrise, FL 33351

SIGNATURE Fred May

TITLE Incorporator

DATE___10/22/97_____

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

> SIGNATURE DATE____10/22/97