

P98000011445

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000218064 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0380

From: Account Name : MCCAFFREY & RAIMI, P.A.
Account Number : I20000000059
Phone : (941) 514-2800
Fax Number : (941) 514-2777

*Second Submission
with Audit #*

RECEIVED
02 OCT 28 AM 7:39
DIVISION OF CORPORATIONS

BASIC AMENDMENT

JOY TO THE WORLD COLLECTIBLES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 OCT 28 PM 1:50

*Amended & Restated
Att.*

CERTIFICATE

In accordance with Section 607.1007, Florida Statutes, the following matters are set forth:

- FIRST:** The name of the corporation is Joy to the World Collectibles, Inc.
- SECOND:** These Amended and Restated Articles of Incorporation do not provide for an exchange, reclassification or cancellation of issued shares.
- THIRD:** These Amended and Restated Articles of Incorporation were adopted by the directors of the corporation on September 20, 2002.
- FOURTH:** These Amended and Restated Articles of Incorporation contain amendments requiring shareholder approval.
- FIFTH:** These Amended and Restated Articles of Incorporation were duly approved by the shareholders of the corporation on October 22, 2002. The number of votes cast for the amendment was sufficient for approval.
- SIXTH:** The duly adopted Amended and Restated Articles of Incorporation supersede the original articles of incorporation and all amendments thereto.

Dated: October 22, 2002


Lisa L. Kelechava, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 OCT 28 PM 1:50

H02000 218064 2

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
JOY TO THE WORLD COLLECTIBLES, INC.**

ARTICLE I - NAME

The name of this Corporation is JOY TO THE WORLD COLLECTIBLES, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSES

This Corporation may engage in any activity of business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000,000 shares of Common Stock, par value \$0.001 per share.

ARTICLE V - BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or the Directors.

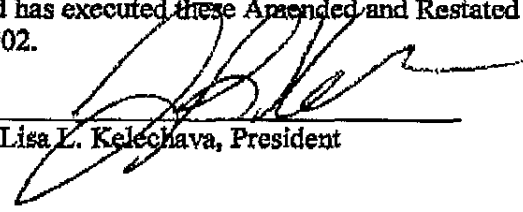
ARTICLE VI - INDEMNIFICATION

This Corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendments hereto, in the manner now or hereafter prescribed by statute. Any rights conferred upon the shareholders are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 22nd day of October 2002.



Lisa L. Kelechava, President

H02000 218064 2