

P98000052391

June 8, 1998

Florida Department of State Division of Corporation  
409 East Gaines St.  
Tallahassee, Fl. 32399

Re: New Articles of Incorporation

800002553168--4  
-06/09/98--01081--015  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Please file the enclosed Articles of Incorporation for Teeny Tot Toys, Inc. Our check for \$122.50, covering various fees, is enclosed. Please forward all correspondence to:

Berkley C. Badger  
c/o Investors Choice  
600 Bypass Drive, Suite 210  
Clearwater, FL 33764

FILED  
98 JUN -9 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We appreciate your prompt consideration of this matter.

Sincerely,



Berkley C. Badger  
Incorporator

EFFECTIVE DATE

6-8-98

BCB:cb  
TTARTINC.CBB

Enclosure

9/16/98

**Articles of Incorporation**  
**of TEENY TOT TOYS, Inc.**

The undersigned subscriber to these articles of incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the state of Florida

FILED  
98 JUN -9 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I. Name**

The name of the corporation shall be: Teeny Tot Toys, Inc. The principal place of business shall be 600 Bypass Dr., Ste. 210, Clearwater, FL 33764.

**EFFECTIVE DATE**

6-8-98

**Article II. Nature of Business**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the state of Florida, or any other state, country, territory or nation.

**Article III. Capital Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of voting common stock having a par value of .01 cent per share, and 1,000,000 shares of non-voting common stock having a par value of .01 cent per share.

**Article IV. Address**

The street address of the initial registered office of the corporation shall be 600 Bypass Dr., Ste. 210, Clearwater, FL 33764; the name of the initial registered agent of the corporation at that address is Berkley C. Badger.

**Article V. Term of Existence and Effective Date**

This corporation is to exist perpetually. The effective date of incorporation is June 8, 1998.

**Article VI. Preemptive Rights**


Every shareholder upon the sale for cash of any new stock of this corporation, of or the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

Cont: Articles of Incorporation of Teeny Tot Toys, Inc.  
June 8, 1998  
Page Two


Article VII. Directors

This corporation shall have one director, initially. The name and street address of the initial member of the board of directors is: Berkley C. Badger, 324 Westgate Rd., Tapron Springs, FL 34689.

In witness whereof, the undersigned has hereunto set his hand and seal on this 8th day of June, 1998.

  
\_\_\_\_\_. (SEAL) Berkley C. Badger, Incorporator

I, Berkley C. Badger, do hereby accept the position and responsibility of registered agent for the corporation known as: Teeny Tot Toys, Inc.

  
\_\_\_\_\_. (SEAL) Berkley C. Badger, Registered Agent

Attach Notary Documentation Here:





EFFECTIVE DATE

6-8-98

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