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TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

North Pole Toys Inc.

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ARTICLES OF INCORPORATION
In compliance with Chapter 607, F.S.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: North Pole Toys Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 151 Palm Valley Woods Drive, Ponte Verde Beach, FL 32082

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: Internet based toy retailing operation

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 20,000. The par value of each share of stock is \$.01.

ARTICLE V OFFICERS/DIRECTORS

The initial directors of the corporation are:

Steven M. Fogle, 151 Palm Valley Woods Drive, Ponte Verde Beach, FL 32082
William P. Snay, 2169 Acorn Manor, Middleberg, FL 32068

ARTICLE VI REGISTERED AGENT

The name and Florida Street address of the registered agent is: Business Filings Incorporated, 1186 Ocean Shore Blvd., Suite 195, Ormond Beach, FL 32176

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Richard Oster, 214 N. Henry Street, Suite 201, Madison, WI 53703.

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: 
Richard Oster, Vice-President
Business Filings Incorporated

Date 1/14/99

Signature: 
Richard Oster, Incorporator

Date 1/14/99

The document was prepared by:
Richard Oster, 214 N. Henry Street, Suite 201, Madison, WI 53703. 608-251-6600

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