

P99000075340

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED

99 AUG 24 AM 11:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Old Toys For Old Boys, Inc

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-08/24/99--01034--002

*****78.75 *****78.75

- ☒ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ___ L.C. File
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ___ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ☒ Cert. Copy
- ___ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

RECEIVED
99 AUG 24 AM 10:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
OLD TOYS FOR OLD BOYS, INC.**

FILED
99 AUG 24 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name and Mailing Address

The name of this corporation shall be: Old Toys for Old Boys, Inc.

The address of the principal office and the mailing address of this corporation is:

357 Ardenwood Drive
Englewood, FL 34223

ARTICLE II

Existence of Corporation

This corporation shall begin existence on the date of filing of these Articles of Incorporation and shall have perpetual existence.

ARTICLE III

Purposes

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE IV

Powers

The corporation shall have all such powers as may be necessary or desirable to carry out the business of the Corporation, including, but not limited to all those powers enumerated by §607.0302, Florida Statutes (1997), as may be amended from time-to-time.

ARTICLE V

Capital Stock

(a) The corporation shall have a single class of common stock, all having the same rights and privileges.

(b) The total number of shares of stock authorized to be issued by the corporation shall be 60,000 shares having no par value. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, by promissory note, in property, in labor or services actually performed for the Corporation or promised to be performed as evidenced by a written contract, valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.

(c) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

(d) There shall be no preemptive rights granted to the holders of any stock in the corporation.

ARTICLE VI

Registered Office and Registered Agent

The street address of the corporation's initial registered office is:

**417 E. Virginia St., Suite #1
Tallahassee, FL 32301**

and the name of the corporation's initial registered agent at such address is:

Capital Connection, Inc.

The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes (1997), as may be amended from time-to-time.

ARTICLE VII

Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be one (1), and the name and address of each person who is to serve as a member thereof is as follows:

<u>Name</u>	<u>Address</u>
James Abraham	357 Ardenwood Drive Englewood, FL 34223

The number of directors constituting any subsequent Board of Directors shall be determined in accordance with the Bylaws of the corporation and without amendment to these Articles of Incorporation.

ARTICLE VIII

Incorporators

The name and address of each incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
James Abraham	357 Ardenwood Drive Englewood, FL 34223

ARTICLE IX

Indemnification

The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by Section 607.0850, Florida Statutes (1997), as amended from time-to-time.

ARTICLE X

Control Share Acquisitions

The corporation does hereby elect, pursuant to Subsection 607.0902(5), Florida Statutes (1997), to exempt itself from the provisions pertaining to control share acquisitions as contained in Sections 607.0902, 607.1301, 607.1302, and 607.1320, Florida Statutes (1997).

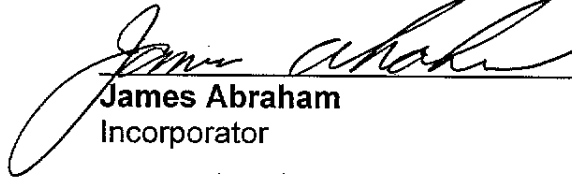
ARTICLE XI

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this

reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the
uses and purposes therein stated.


James Abraham
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Acceptance of Registered Agent

Having been named to accept service of process for the above-named corporation
at a place designated in these Articles of Incorporation, I hereby accept to act in this
capacity, and agree to comply with the provisions of Section 607.0505, Florida Statutes
(1997).

DATED this 24th day of August, 1999.

Registered Agent

Capital Connection, Inc.

By: Lauren Strong

Its: Client Representative

STATE OF MICHIGAN)
COUNTY OF OAKLAND)

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99 AUG 24 AM 11:56
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, on this 20th day of August, 1999,
personally appeared **James Abraham**, to me well known to be the person described in
and who signed the foregoing Articles of Incorporation, and acknowledged to me that he
executed the same freely and voluntarily for the uses and purposes therein expressed and
who (☒) is personally known to me or (☒) produced a Driver's License as identification.

WITNESS my hand and official seal the date aforesaid.

Paul K. Villarruel

Paul K. Villarruel

(Print Name of Notary Public)

Notary Public for State of MICHIGAN

My Commission Expires: 6/05/03

(SEAL)

STATE OF FLORIDA)
COUNTY OF PINELLAS)

PAUL K. VILLARRUEL

Notary Public, Wayne County, MI

My Commission Expires June 2nd

Acting in Oakland County, MI

BEFORE ME, the undersigned authority, on this _____ day of _____, 1999,
personally appeared _____ as _____ of
Capital Connection, Inc., to me well known to be the person described in and who signed
the foregoing Acceptance of Registered Agent, and acknowledged to me that he executed
the same freely and voluntarily for the uses and purposes therein expressed and who ()
are personally known to me or () produced a Florida Driver's License as identification.

WITNESS my hand and official seal the date aforesaid.

(Print Name of Notary Public)

Notary Public for State of _____

My Commission Expires: _____

(SEAL)