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SECRETARIA DE STATE
ALLAHASSEE, FLORIDA Document Number Only CT Corporation System Requestor's Name 660 East Jefferson Street **Address** Tallahassee, FL 32301 222-1092 City Phone State Zip 000002404370 01/20/98--01031--029 *****35.00_*****35.00 **CORPORATION(S) NAME** () Profit () Merger RORATIO () Amendment () NonProfit () Dissolution/Withdrawal () Foreign () Other () Annual Report () Limited Partnership () Change of R.A. () Reinstatement () Name Registration) UCC Filing ()Fictitious Name () CUS () Certified Copy () Photo Copies () After 4:30 () Call When Ready () Call if Problem () Pick Up () Will Wait () Walk In () Mail Out Name Availability Please Return Extra Copies Document File Stamped. Examiner Thank You!!! Updater Verifier Acknowledgment W.P. Verifier

CR2E031 (1-89)

ARTICLES OF DISSOLUTION AND PARTICLES

Pursuant to 607.1403, Florida Statutes, this corporation submits the following articles of dissolution:

FIRST: The name of the corporation is The Avenues Kay-Bee Toy, Inc.

SECOND: The date dissolution was authorized January 5, 1998.

THIRD: Adoption of Dissolution

Dissolution was approved by the shareholders. The

number of votes cast for dissolution was sufficient

for approval.

Dissolution was approved by vote of the

shareholders through voting groups.

The number of votes cast for dissolution was sufficient for approval by common voting group.

Signed this Fifth day of January, 1998.

Signature

Zenon P. Lankowsky, Vice President