

**Commonwealth of Kentucky
Trey Grayson, Secretary of State**

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Secretary of State
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**Articles of Organization
Limited Liability Company**

KLC

For the purposes of forming a limited liability company in Kentucky pursuant to KRS Chapter 275, the undersigned organizer hereby submits the following Articles of Organization to the Office of the Secretary of State for filing:

Article I: The name of the company is

Classic Galaxy Toys, L.L.C.

Article II: The street address of the company's initial registered office in Kentucky is

415 Sugar Creek, Lancaster, KY 40444

and the name of the initial registered agent at that address is **Michael C Miller**

Article III: The mailing address of the company's initial principal office is

415 Sugar Creek, Lancaster, KY 40444

Article IV: The limited liability company is to be managed by **Members**

Executed by the organizer on Thursday, November 05, 2009

Signature of organizer: **Michael C Miller**

I, **Michael C Miller**, consent to serve as the registered agent on behalf of the limited liability company.

Signature of registered agent or individual signing on behalf of the company serving as registered agent:

Michael C Miller