

#69690

APPLICATION FOR  
CERTIFICATE OF WITHDRAWAL  
OF

Kid Dimension, Inc.

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-112 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Withdrawal from the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is Kid Dimension, Inc.

SECOND: It is incorporated under the laws of Delaware

THIRD: It is not transacting business in the State of Rhode Island.

FOURTH: It hereby surrenders its authority to transact business in Rhode Island.

FIFTH: It revokes the authority of its registered agent in Rhode Island to accept service of process, and consents that service of process in any action, suit or proceeding based upon any cause of action arising in Rhode Island during the time the corporation was authorized to transact business in Rhode Island may thereafter be made on the corporation by service thereof on the Secretary of State of the State of Rhode Island.

SIXTH: The post-office address to which the Secretary of State may mail a copy of any process against the corporation that may be served on him is General Counsel, Hasbro, Inc., 1027 Newport Avenue, Pawtucket, RI 02862-1059

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, as of this date is:

| Number of<br>Shares | Class  | Series | Par Value per Share<br>or Statement that<br>Shares are without<br>Par Value |
|---------------------|--------|--------|-----------------------------------------------------------------------------|
| 1000                | Common | —      | \$1.00                                                                      |

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, as of this date is:

| Number of<br>Shares | Class  | Series | Par Value per Share<br>or Statement that<br>Shares are without<br>Par Value |
|---------------------|--------|--------|-----------------------------------------------------------------------------|
| 1000                | Common | —      | \$1.00                                                                      |

FILED

DEC 21 1994

By RLP#14133039

NINTH: The amount of its stated capital as of this date is \$1,000.00

TENTH: All corporate taxes and fees due to the State of Rhode Island have been paid.

Dated 12/12, 1994

Kid Dimension, Inc.  
By Alfred J. Verrecchia  
Alfred J. Verrecchia  
Its Exec. Vice President  
and Donald M. Robbins  
Donald M. Robbins  
Its Secretary

STATE OF Rhode Island

COUNTY OF Providence

} Sc.

At Pawtucket in said county on the 12<sup>th</sup> day of  
December, 1994, before me personally appeared  
Alfred J. Verrecchia, who being by me first duly sworn, declared that he is the  
Executive Vice President of Kid Dimension, Inc.,  
that he signed the foregoing document as such Executive Vice President of the  
corporation, and that the statements therein contained are true.

Marie D. Parental  
Notary Public

(NOTARIAL SEAL)

Marie D. Parental  
My Commission  
Expires 02/05/95

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE  
CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RI 02903

69690

Corp. I.D. # Applied

APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF

Kid Dimension, Inc.

To the Secretary of State  
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is Kid Dimension, Inc.

SECOND: The name which it elects to use in Rhode Island is Kid Dimension, Inc.

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of Delaware

FOURTH: The date of its incorporation is September 15, 1992 and the period of its duration is Infinity

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 32 Lockeman Sq. Suite L-100, Dover, DE 19901 (County of Kent).

SIXTH: The address of its proposed registered office in Rhode Island is 1027 Newport Avenue, Pawtucket, RI 02862 and the name of its proposed registered agent in Rhode Island at that address is Donald M. Robbins

*Donald M. Robbins*  
Signature

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

To engage in the manufacture, distribution and sale of toys, games, clothing, child care products and to engage in any other lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

**EIGHTH:** The names and respective addresses of its directors and officers are:

| <u>Name</u>          | <u>Office</u>  | <u>Address</u>                                   |
|----------------------|----------------|--------------------------------------------------|
| Barry J. Alperin     | Director       | 32 West 23rd Street, New York, NY 10010          |
| Donald M. Robbins    | Director       | 1027 Newport Avenue, Pawtucket, RI 02862         |
| Alfred J. Verrecchia | Director       | 1027 Newport Avenue, Pawtucket, RI 02862         |
| Robert Stebenne      | President      | 1027 Newport Avenue, Pawtucket, RI 02862         |
| Alfred J. Verrecchia | Vice President | 1027 Newport Avenue, Pawtucket, RI 02862         |
| Donald M. Robbins    | Secretary      | 1027 Newport Avenue, Pawtucket, RI 02862         |
| Russell L. Denton    | Treasurer      | 200 Narragansett Park Drive, Pawtucket, RI 02862 |

**NINTH:** The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| <u>Number of Shares</u> | <u>Class</u> | <u>Series</u> | <u>Par Value per Share or Statement that Shares are without Par Value</u> |
|-------------------------|--------------|---------------|---------------------------------------------------------------------------|
| 1000                    | Common       | -             | \$1.00                                                                    |

**TENTH:** The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| <u>Number of Shares</u> | <u>Class</u> | <u>Series</u> | <u>Par Value per Share or Statement that Shares are without Par Value</u> |
|-------------------------|--------------|---------------|---------------------------------------------------------------------------|
| 1000                    | Common       |               | \$1.00                                                                    |

**ELEVENTH:** An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 200,000.

**TWELFTH:** An estimate of the value of its property to be located within Rhode Island during such year is \$ 150,000.

**THIRTEENTH:** An estimate of the gross amount of business to be transacted by it during such year is \$ 3,000,000.

**FOURTEENTH:** An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 1,000,000.

**FIFTEENTH:** This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated \_\_\_\_\_, 19\_\_\_\_

Kid Dimensions, Inc.

[Exact Corporate Name of Corporation Making Application]

By Alfred J. Verrecchia  
Executive Vice President  
and Ronald W. Robbins  
Its Secretary

STATE OF Rhode Island

COUNTY OF Providence

} Sc.

At Pawtucket, \_\_\_\_\_ in said County on the 22nd \_\_\_\_\_ day  
of September, 1992, before me personally appeared  
Alfred J. Verrecchia, who being by me first duly sworn, declared that  
he is the Executive Vice President of Kid Dimensions, Inc.,  
that he signed the foregoing document as such Executive Vice President of the  
corporation, and that the statements therein contained are true.

Thomas G. Brosolone  
Notary Public

(NOTARIAL SEAL)

RECEIVED  
SECRETARY'S OFFICE  
CONFIDENTIAL

SEP 23 9 51 AM '92

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Rec'd & Filed SEP 23 1992