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TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: OASIS DEVELOPMENT & THEMED ATTRACTIONS, INC., a Nevada corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation
to transact business in Florida.

Please return all correspondence concerning this matter to the following:

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-01/19/00--01017--001
*****78.75 *****78.75

Tami Lee Meagher, Legal Assistant
(Name of Person)

Johnson, Blakely, Pope, Bokor, et al.
(Firm/Company)

911 Chestnut Street
(Address)

Clearwater, Florida 33756
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Tami Lee Meagher, L.A. at (727) 461-1818 ext. 153
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA
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STREET ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Oasis Development of Themed Attractions, Inc., a Nevada corporation
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Nevada 3. 88-0400202
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 6/12/98 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 1, 2000
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 3305 W. Spring Mountain Road, Suite 60-A, Las Vegas, Nevada 89102
(Current mailing address)

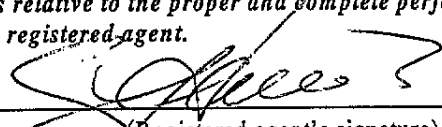
8. Presentation of Artifact Exhibitions
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Amy G. Harris
Office Address: 16 Winston Drive
Belleair, Florida, 33756
(Zip code)

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10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)
Amy G. Harris

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

See Attached

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: John A. Joslyn

Address: 4405 Riverside Drive, Suite 100
Burbank, CA 91505

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: H.K. Termolhlen

Address: 3305 W. Spring Mountain Road, Suite 60-A
Las Vegas, Nevada 89102

Vice President: _____

Address: _____

Secretary: H.K. Termolhlen

Address: 3305 W. Spring Mountain Road, Suite 60-A
Las Vegas, Nevada 89102

Treasurer: H.K. Termolhlen

Address: 3305 W. Spring Mountain Road, Suite 60-A
Las Vegas, Nevada 89102

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TAMM HALL, SEATTLE, WA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *H.K. Termolhlen*, President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. H.K. Termolhlen
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **OASIS DEVELOPMENT & THEMED ATTRACTIONS, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since June 12, 1998, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on November 24, 1999.



Dean Heller

Secretary of State

By

S. J. J.

Certification Clerk