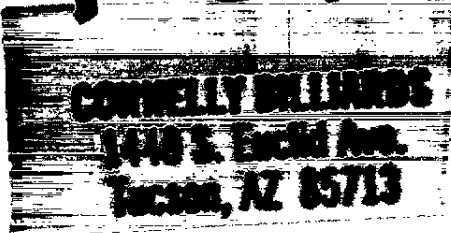


F01000003174⁶



City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

100004216211--4
-05/15/01--01018--013
*****78.75 *****78.75

4. _____
(Corporation Name) (Document #)

W01-1122

- Walk in
- Mail out
- Pick up time
- Will wait
- Photocopy
- Certified Copy
- Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUN 15 PM 12:18

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6/15

Examiner's Initials

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CONNELLY BILLIARD MANUFACTURING, INCORPORATED
(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:

STEPHEN D. SIMONDS
(Name of Person)

CONNELLY BILLIARD MANUFACTURING, INCORPORATED
(Firm/Company)

1440 SOUTH EUCLID AVE.
(Address)

TUCSON, AZ 85713-1710
(City/State and Zip code)

For further information concerning this matter, please call:

STEPHEN D. SIMONDS at (520) 621-6000 FX
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration 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



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 16, 2001

STEPHEN SIMONDS
1440 SOUTH EUCLID AVE.
TUCSON, AZ 85713-1710

SUBJECT: CONNELLY BILLIARD MANUFACTURING INC
Ref. Number: W0100001122

We have received your document for CONNELLY BILLIARD MANUFACTURING INC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days of the date of this filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 701A00029699

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUN 15 PM 12:18

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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. CONNELLY BILLIARD MANUFACTURING INCORPORATED
(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. ARIZONA 3. 86-0609867
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 1-1-1980 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. JAN. 1, 2001
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 1440 SOUTH EUCLID AVE. TUCSON, AZ 85713-1710
(Principal office address)

1440 SOUTH EUCLID AVE. TUCSON, AZ 85713-1710
(Current mailing address)

8. MANUFACTURING & SALE OF BILLIARD TABLES
(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: CHRISTIAN GOULD

Office Address: 1515 SOUTH TAMiami TRAIL SUITE 6A
VENICE, Florida 34292
(City) (Zip code)

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JAN 15 1981
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
SOUTH BRIDGE PARK

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.

[Handwritten signature of Christian Gould]
(Registered agent's signature)

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.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: CRAIG CONNELLY

Address: 28 PRESTON LANE
SALISBURY, CT 06068

Vice Chairman: N/A

Address: _____

Director: N/A

Address: _____

Director: N/A

Address: _____

B. OFFICERS

President: GREG BOHNE

Address: 1440 SOUTH EUCLID AVE.
TUCSON, AZ 85713-1710

Vice President: N/A

Address: _____

Secretary: SUZANNE H. CONNELLY

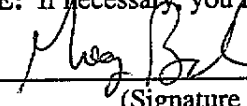
Address: 28 PRESTON LANE, SALISBURY, CT 06068

Treasurer: SAME AS SECRETARY

Address: _____

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TALLAHASSEE, FLORIDA

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. GREG BOHNE, PRESIDENT
(Typed or printed name and capacity of person signing application)

STATE OF ARIZONA



Office of the CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Brian C. McNeil, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****CONNELLY BILLIARD MANUFACTURING, INC.*****

a domestic corporation organized under the laws of the state of Arizona, did incorporate on June 14, 1988.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said corporation is not administratively dissolved for failure to comply with the provisions of the Arizona Business Corporation Act; that its most recent Annual Report, subject to the provisions of A.R.S. 10-122, 10-125 & 10-1622, has been delivered to the Arizona Corporation Commission for filing; and that the said corporation has not filed Articles of Dissolution as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capitol, this 11th Day of June, 2001, A. D.



Brian C. McNeil
EXECUTIVE SECRETARY

BY *Janette M. Brantley*

01 JUN 15 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED