

F02000003384

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Explorations Group, Inc.
(Name of corporation - must include suffix)

500006130545--9
-07/01/02--01084--002
*****70.00 *****70.00

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:

Vanessa H. Lindsey, Secretary
(Name of Person)
Explorations Group, Inc.
(Firm/Company)
5185 Southeast 20th Street, Suite E
(Address)
Ocala, Florida 34471
(City/State and Zip code)

W 1/2

For further information concerning this matter, please call:

Vanessa H. Lindsey at (352) 694-6661
(Name of Person) (Area Code & Daytime Telephone Number)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUL - 1 AM 11:30

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

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. Explorations Group, Inc. (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. Delaware (State or country under the law of which it is incorporated) 3. 65-1089222 (FEI number, if applicable)

4. 02/12/01 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification (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. 2500 North Military Trail, Suite 225-D, Boca Raton, Florida 33431 (Principal office address) 2500 North Military Trail, Suite 225-D, Boca Raton, Florida 33431 (Current mailing address)

8. Holding company for entertainment and exercise related enterprises and any other lawful purpose (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: Vanessa H. Lindsey

Office Address: 5185 Southeast 20th Street, Ocala, Florida 34471 (City) (Zip code)

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 02 JUL - 1 AM 11:30

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.

Vanessa H. Lindsey (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: Michelle Tucker

Address: 2500 North Military Trail, Suite 225-D
Boca Raton, Florida 33431

Vice Chairman: _____

Address: _____

Director: Vanessa H. Lindsey

Address: 2185 Southeast 20th Street
Ocala, Florida 34471

Director: Steven Adelstein

Address: 3200 West Oakland Park Boulevard
Lauderdale Lakes, Florida 33311

B. OFFICERS

President: Michelle Tucker

Address: 2500 North Military Trail, Suite 225-D
Boca Raton, Florida 33431

Vice President: N/A

Address: _____

Secretary: Vanessa H. Lindsey

Address: 2185 Southeast 20th Street, Suite E, Ocala, Florida 34471

Treasurer: Vanessa H. Lindsey

Address: 2185 Southeast 20th Street, Suite 225-E, Ocala, Florida 34471

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

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

14. Vanessa H. Lindsey, Secretary
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
02 JUL -1 AM 11:30

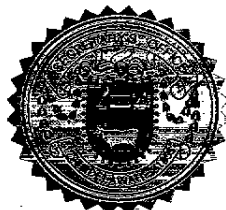
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "EXPLORATIONS GROUP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF JUNE, A.D. 2002.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUL - 1 AM 11:31



3360647 8300

020394332

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1855887

DATE: 06-26-02