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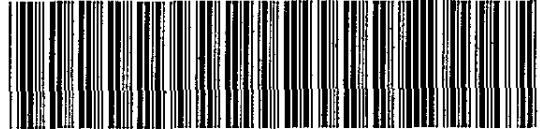
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05/05/03--01019--001 **70,00

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03 MAY -2 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BK ENTERTAINMENT

301 LOUTH STREET
ST. CATHARINES, ON
L2S 3V6

905 687 1700 PHONE
800 465 1700 TOLL FREE
905 984 6377 FAX

www.bingoking.com

May 1, 2003

Via Fedex Courier to:
(850) 245-6051

Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Attention: Registration Section

RE: Video King Gaming Systems, Inc.


Dear Sir or Madam:

Please find enclosed, the Transmittal Letter and an Application for Certificate of Authority along with the requisite fee of \$70.00 cheque number 104666.

Also enclosed herewith, a Department of State Certificate evidencing the above noted foreign corporation to be in good standing in its' state of incorporation within the last 90 days.

I trust the enclosed is satisfactory. Should you have any questions or concerns please do not hesitate to contact me.

Yours truly,
Video King Gaming Systems, Inc.

Per: 

Pearl Burey Paralegal
Legal Department
Telephone: 1-905-685-6386 extension 209
Facsimile: 1-905-685-6671

Encls

POWER BINGO KING
BINGO WORLD
BINGO KING
BAZAAR & NOVELTY
REGAL BINGO SYSTEMS
TPI

TRADITION ... *plus* TECHNOLOGY

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03 MAY -2 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. VIDEO KING GAMING SYSTEMS, 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. COLORADO

(State or country under the law of which it is incorporated)

3. 84-1197151

(FEI number, if applicable)

4. FEBRUARY 11, 1992

(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. 301 Louth Street, St. Catharines, Ontario, Canada, L2S 3V6 Attn: Legal Department

(Principal office address)

Same

(Current mailing address)

8. Manufacturer and distributor of bingo related gaming equipment and supplies.

(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

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.

Corporation Service Company

Elizabeth B. Kemezis
(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.

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03 MAY - 2 11 00 PM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: None

Address: _____

Vice Chairman: None

Address: _____

Director: ROY L. LISTER

Address: 301 LOUTH STREET

ST. CATHARINES, ONTARIO, CANADA, L2S 3V6

Director: _____

Address: _____

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TALLAHASSEE, FLORIDA

B. OFFICERS

President: ROY L. LISTER

Address: 301 LOUTH STREET

ST. CATHARINES, ONTARIO, CANADA L2S 3V6

Vice President: DOUGLAS W. RYE

Address: 301 LOUTH STREET

ST. CATHARINES, ONTARIO, CANADA L2S 3V6

Secretary: DOUGLAS W. RYE

Address: SAME AS ABOVE

Treasurer: DOUGLAS W. RYE

Address: SAME AS ABOVE

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. DOUGLAS W. RYE

(Typed or printed name and capacity of person signing application)

Officers and Directors
of
Video King Gaming Systems, Inc.

President & Director

Roy L. Lister
301 Louth Street
St. Catharines, Ontario
L2S 3V6

Vice President, Secretary & Treasurer

Douglas W. Rye
301 Louth Street
St. Catharines, Ontario
L2S 3V6

Vice President

Daniel H. Free
1501 St. Matthews Avenue
Winnipeg, MB
R3G 3L3

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03 MAY - 2 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

I, DONETTA DAVIDSON, Secretary of State of the State of Colorado,
hereby certify that, according to the records of this office,

VIDEO KING GAMING SYSTEMS, INC.
(Colorado CORPORATION)
File # 19921013617

was filed in this office on February 11, 1992 and has complied with the applicable provisions
of the laws of the State of Colorado and on this date is in good standing and authorized and
competent to transact business or to conduct its affairs within this state.

Dated: April 9, 2003

FILED
03 MAY -2 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For Validation:

Certificate ID: 653456

To validate this certificate, visit the following
web site, enter this certificate ID, then follow the
instructions displayed.

www.sos.state.co.us/ValidateCertificate

Donetta Davidson

SECRETARY OF STATE