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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~W05 40771~~
J. BRYAN AUG 30 2005

F05-5349

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Joystar, Inc.
(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:

Katherine West, Executive Vice President
(Name of Person)

Joystar, Inc.
(Firm/Company)

95 Argonaut, Suite 100
(Address)

Aliso Viejo, CA 92656
(City/State and Zip code)

For further information concerning this matter, please call:

Katherine West at (949) 837-8101 ext. 204
(Name of Person) (Area Code & Daytime Telephone Number)

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TALLAHASSEE, FLORIDA

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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
Glenda E. Hood
Secretary of State

August 30, 2005

KATHERINE WEST, EXECUTIVE VICE PRESIDENT
JOYSTAR, INC.
95 ARGONAUT, SUITE 100
ALISO VIEJO, CA 92656

SUBJECT: JOYSTAR, INC.
Ref. Number: W05000040771

We have received your document for JOYSTAR, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

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

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 305A00054635

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



September 7, 2005

FLORIDA DEPARTMENT OF STATE
Attention: Mr. Joey Bryan, Document Specialist
Division of Corporations
P.O. BOX 6327
Tallahassee, Florida 32314

Ref. Number: W05000040771

Dear Mr. Bryan:

Thank you for your telephone assistance this morning with Joystar's pending application with Florida's Division of Corporations.

In response to your letter (305A00054635) dated August 30, 2005 the alternate corporate name that the Company will use is:

Joystar, Inc.'s Miami Cruise Center

This has been entered in the space provided in number one of the application.

Please accelerate the processing of this application as our pending Seller of Travel Registration with the State of Florida depends on it as well.

Respectfully,

Katherine West
Executive Vice President

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TALLAHASSEE, FLORIDA



www.joystar.com

tel: 949.837.8101
fax: 949.837.8695
reservations only:
1.877.800.star(7827)

95 Argonaut
Suite 100
Aliso Viejo, CA 92656

**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. Joystar, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

Joystar, Inc. Miami Cruise Center
(If name unavailable in home state, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. California 3. 68-0406331
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 5, 1998 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. June 1, 2005
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 95 Argonaut, Suite 100, Aliso Viejo, CA 92656
(Principal office address)

95 Argonaut, Suite 100, Aliso Viejo, CA 92656
(Current mailing address)

8. Travel Sales
(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 NOT acceptable)

Name: Katherine West

Office Address: 9574 Harding Avenue

Surfside, Florida 33154
(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.



(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:

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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: William M. Alverson

Address: 95 Argonaut, Suite 100

Aliso Viejo, CA 92656

Vice Chairman: William M. Alverson

Address: 95 Argonaut, Suite 100

Aliso Viejo, CA 92656

Director: Katherine West

Address: 2023 Yacht Defender

Newport Beach, CA 92656

Director: William Fawcett

Address: 36 Via Barcaza

Coto de Caza, CA 92679

B. OFFICERS

President: William M. Alverson

Address: 95 Argonaut, Suite 100

Aliso Viejo, CA 92656

Vice President: Katherine West

Address: 2023 Yacht Defender

Newport Beach, CA 92656

Secretary: William M. Alverson

Address: 95 Argonaut, Suite 100

Treasurer: _____

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 Director or Officer listed in number 12 of the application)

14. Katherine West, Executive Vice President

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

State of California
Secretary of State

CERTIFICATE OF STATUS
DOMESTIC CORPORATION

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the **5TH day of FEBRUARY 1998, JOYSTAR, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of May 16, 2005.



BRUCE McPHERSON
Secretary of State