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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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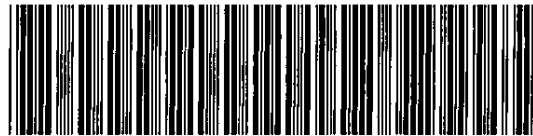
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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06 JUN 12 AM 11:17
SECTION 1, STATE
TALLAHASSEE, FLORIDA

J. Shivers JUN 13 2006

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Consolidated Resorts, 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:

Jennifer Bullard

(Name of Person)

Consolidated Resorts, Inc.

(Firm/Company)

801 S. Rampart Blvd., Ste. 200

(Address)

Las Vegas, Nevada 89145

(City/State and Zip code)

For further information concerning this matter, please call:

Jennifer Bullard

(Name of Person)

at (702) 967-5002

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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

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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. Consolidated Resorts, Inc.

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

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Hawaii

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

3. 99-0218940

(FEI number, if applicable)

4. 03/11/1982

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. _____

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

7. 801 S. Rampart Blvd., Ste. 200 Las Vegas, Nevada 89145

(Principal office address)

801 S. Rampart Blvd., Ste. 200 Las Vegas, Nevada 89145

(Current mailing address)

8. Marketing/Advertising

(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: NRAI Services, Inc.

Office Address: 2731 Executive Park Dr., Ste. 4

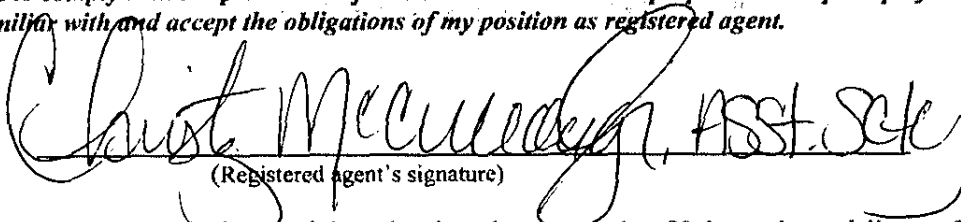
Westin, Florida 33331

(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.

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

A. DIRECTORS

Chairman: Michael Kaplan

Address: 801 S. Rampart Blvd., Ste. 200
Las Vegas, Nevada 89145

~~Vice Chairman:~~ Director - Josephine Renaud

Address: 801 S. Rampart Blvd., Ste. 200
Las Vegas, Nevada 89145

Director: Kevin Blair

Address: 801 S. Rampart Blvd., Ste. 200
Las Vegas, Nevada 89145

Director: Carleton Hardin

Address: 801 S. Rampart Blvd., Ste. 200
Las Vegas, Nevada 89145

B. OFFICERS

President: Michael Kaplan

Address: 801 S. Rampart Blvd., Ste. 200
Las Vegas, Nevada 89145

Vice President: Marcus Baricuatro

Address: 10 Ho'Ohui Rd., Ste. 201
Lahaina, Hawaii 96761

Secretary: Kevin Blair

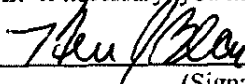
Address: 801 S. Rampart Blvd., Ste. 200 Las Vegas, Nevada 89145

Treasurer: John Crawford

Address: 801 S. Rampart Blvd., Ste. 200 Las Vegas, Nevada 89145

See attached list of additional officers/directors

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

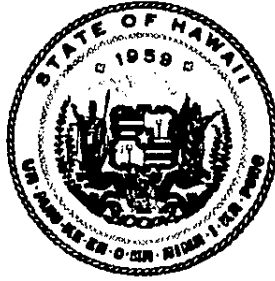
13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Kevin Blair - Director/Vice President/Secretary/General Counsel
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

**ADDITIONAL OFFICERS AND DIRECTORS
FOR
CONSOLIDATED RESORTS, INC.**

1. Josephine Renaud – Vice President
801 S. Rampart Blvd., Ste. 200
Las Vegas, Nevada 89145
2. Kevin Blair – Vice President/General Counsel
801 S. Rampart Blvd., Ste. 200
Las Vegas, Nevada 89145
3. James Monoyudis – Senior Vice President
5499 W. Tropicana Ave.
Las Vegas, Nevada 89103
4. Carleton Hardin – Chief Operating Officer
801 S. Rampart Blvd., Ste. 200
Las Vegas, Nevada 89145
5. John Crawford – Director/Chief Financial Officer
801 S. Rampart Blvd., Ste. 200
Las Vegas, Nevada 89145
6. Phil Dinwiddie – Vice President of Finance
801 S. Rampart Blvd., Ste. 200
Las Vegas, Nevada 89145



Department of Commerce and Consumer Affairs

CERTIFICATE OF GOOD STANDING

I, the undersigned Director of Commerce and Consumer Affairs of the State of Hawaii, do hereby certify that according to the records of this Department,

CONSOLIDATED RESORTS, INC.

was incorporated under the laws of the State of Hawaii on 03/11/1982 ; and that it is an existing corporation in good standing, and is duly authorized to transact business.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Department of Commerce and Consumer Affairs, at Honolulu, Hawaii.

Dated: May 19, 2006

Maile Reichenwald

Director of Commerce and Consumer Affairs

