

To: FI Dept of State
Subject: 0631.59267

From: Tracy Spear

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F0600006957

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.

10/25

0631.59267

FOREIGN PROFIT/NONPROFIT CORPORATION

TRANS CONTINENTAL ENTERTAINMENT, INC.

Certificate of Status	0
Certified Copy	1
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T. Burch NON 07/2006

10/25/2006 12:20:03 PM

To: FI Dept of State
Subject: 0631.59267

From: Tracy Spear

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Florida Dept of State



October 26, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CORPDIRECT, INC.

SUBJECT: TRANS CONTINENTAL ENTERTAINMENT, INC. PLEASE GIVE ORIGINAL SUBMISSION
REF: W06000047021 DATE AS FILE DATE.

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

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

The document number of the name conflict is P94000094179.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist

FAX Aud. #: H06000260370
Letter Number: 206A00063687

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.

P.O BOX 6327 - Tallahassee, Florida 32314

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TRANS CONTINENTAL ENTERTAINMENT, INC.
The Trans Continental Building
127 West Church Street
Suite 350
Orlando, Florida 32801

November 1, 2006

Florida Division of Corporations

To Whom It May Concern:

This letter shall confirm that the undersigned is the President and Chief Executive Officer of Trans Continental Entertainment, Inc., a Florida corporation (the "Florida Corporation") which was administratively dissolved by the Florida Division of Corporations on September 15, 2006 (the "Dissolution").

The undersigned hereby confirms the Florida Corporation has no intention of reinstating or revoking the Dissolution, as it does not intend to use, and is not currently using, the Florida Corporation for any purpose.

The undersigned makes this affidavit to induce the Florida Division of Corporations to accept the Application by Foreign Corporation for Authorization to Transact Business in Florida accompanying this letter with respect to Trans Continental Entertainment, Inc., an entity incorporated under the laws of the State of Delaware on September 6, 2006 (the "Delaware Corporation"). The undersigned is the President of the Delaware Corporation.

Please contact me immediately if you have any questions or concerns. Thank you for your time and attention to this matter.

Sincerely,



Louis J. Pearlman

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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. Trans Continental Entertainment, 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. Delaware

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

3. 20-5511789

(FEI number, if applicable)

4. September 6, 2006

(Date of incorporation)

5. September 6, 2008

(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. 127 West Church Street, Suite 350, Orlando, FL 32801

(Principal office address)

127 West Church Street, Suite 350, Orlando, FL 32801

(Current mailing address)

8. Any lawful activity

(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**


Weston, 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) Geraldine Miranda, Assistant Secretary

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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Louis J. Pearlman

Address: 127 West Church Street, Suite 350, Orlando, FL 32801

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Louis J. Pearlman - Chief Executive Officer

Address: 127 West Church Street, Suite 350, Orlando, FL 32801

Vice President: _____

Address: _____

Secretary: Louis J. Pearlman

Address: 127 West Church Street, Suite 350, Orlando, FL 32801

Treasurer: _____

Address: _____

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. Louis J. Pearlman - Chief Executive Officer

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

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TRANS CONTINENTAL ENTERTAINMENT, 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-FIFTH DAY OF OCTOBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TRANS CONTINENTAL ENTERTAINMENT, INC." WAS INCORPORATED ON THE SIXTH DAY OF SEPTEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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060978779

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5143634

DATE: 10-25-06
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