

F95000002503

TRANSMITTAL LETTER

**TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS**

SUBJECT: ATLANTIS CONCEPTS CORPORATION
(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:

LARRY B. SADLER
(Name of Person)
ATLANTIS CONCEPTS CORP
(Firm/Company)
8405 HYDRA LANE
(Address)
SAN DIEGO, CA 92126
(City, State and Zip Code)

W95-10210

800001485269
-05/12/95--01021--005
*****78.75 *****78.75

Should you need to call someone concerning this matter, please call:

LARRY SADLER at (619) 748-7157.
(Name of Person) Area Code & Daytime Telephone Number

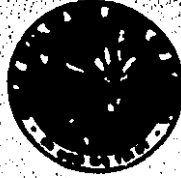
COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 23 PM 12:48
6/2/95
28



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 12, 1995

LARRY B. SADLER
ATLANTIS CONCEPTS CORP
8405 HYDRA LANE
SAN DIEGO, CA 92126

SUBJECT: ATLANTIS CONCEPTS CORPORATION
Ref. Number: W95000010210

We have received your document for ATLANTIS CONCEPTS CORPORATION and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please note that we are returning the certified copy you submitted, as it is different from the certificate described above.

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 (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 095A00024604

PLEASE ADVISE BY FAX
619-693-3485

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. ATLANTIC CONCEPT CORPORATION
(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. DE 3. 33-0653648
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 3/8/95 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 1 May 95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 8362 PINES BLVD, Suite 181
Pembroke Pines, FL 33024
(Current mailing address)
8. OPERATE AMUSEMENT MACHINES
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: FRANCINE L. O'NEIL
Office Address: 8362 PINES BLVD, STE 181
Pembroke Pines, Florida, 33024
(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.

Francine L. O'Neil
(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 addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: J.P. O'Neil

Address: 13620 Freepart Road
San Diego, CA 92129

Vice Chairman: Larry B. Sadler

Address: 8405 Hydra Lane
San Diego, CA 92126

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: J.P. O'Neil

Address: 13620 Freepart Road
San Diego, CA 92129

Vice President: Larry B. Sadler

Address: 8405 Hydra Lane
San Diego, CA 92129

Secretary: Francine L. O'Neil

Address: 401 SW 85th Avenue, #204
Pembroke Pines, FL 33025

Treasurer: Anna M. Sadler

Address: 8405 Hydra Lane, San Diego, CA 92126

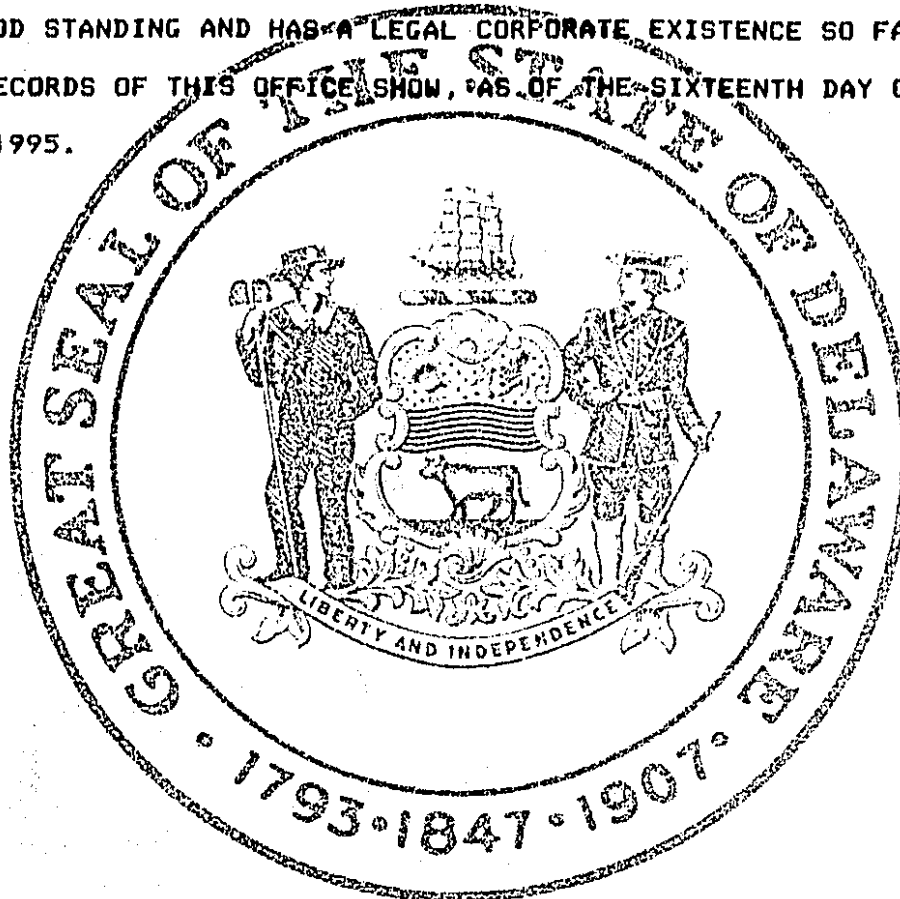
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. J.P. O'Neil
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. J.P. O'Neil
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ATLANTIS CONCEPTS CORPORATION" 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 SIXTEENTH DAY OF MAY, A.D. 1995.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 23 PM 12:48



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7506941

DATE: 05-16-95