

F96000002365

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Huron Hockey School Midwest, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

W96-9288

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:

500001802095
-05/01/96--01001--009
*****70.00 *****70.00

Jeffrey T. Weisman
(Name of Person)

Davis & Weisman, P.C.
(Firm/Company)

2025 S. Brentwood Blvd., Ste. 204
(Address)

St. Louis, MO 63144
(City/State/Zip)

FILED
96 MAY 10 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Jeff Weisman at (314) 962-1111
(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 Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Morthum

Secretary of State

May 1, 1996

**JEFFREY T. WEISMAN
DAVIS & WEISMAN, P.C.
2025 S. BRENTWOOD BLVD., #204
ST. LOUIS, MO 63144**

**SUBJECT: HURON HOCKEY SCHOOL MIDWEST, INC.
Ref. Number: W9600009288**

We have received your document for HURON HOCKEY SCHOOL MIDWEST, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

The registered agent must sign accepting the designation.

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) 487-6093.

**Freta Lott
Corporate Specialist Supervisor**

Letter Number: 796A00020998

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. HURON HOCKEY SCHOOL, MIDWEST, 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. MISSOURI (State or country under the law of which it is incorporated)

3. 43-1655839 (FBI number, if applicable)

4. October 8, 1993 (Date of Incorporation)

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

6. (Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 898 Alexandra

St. Louis, MO 63122 (Current mailing address)

8. Administration of ice hockey schools (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: (P.O. Box or Mail Drop Box acceptable)

Name: CT Corporation

Office Address: 1200 South Pine Island RD.

Plantation, Florida, 33324 (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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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: Rick Schooley

Address: 898 Alexandra, St. Louis, MO 63122

Vice Chairman: _____

Address: _____

Director: Derek Schooley

Address: 898 Alexandra, St. Louis, MO 63122

Director: Paul O'Dacre

Address: 111 Augustus Street

Cornwall, Ont. Canada K6J7U9

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

President: Rick Schooley

Address: (same as above)

Vice President: Paul O'Dacre

Address: Same as above

Secretary: Derek Schooley

Address: Same as above

Treasurer: Rick Schooley

Address: Same as above

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TALLAHASSEE FLORIDA

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

13. X *Rick Schooley*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Rick Schooley, Chairman and president
(Typed or printed name and capacity of person signing application)

ACCEPTANCE OF APPOINTMENT

RE: HURON HOCKEY SCHOOL MIDWEST, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned acknowledges and accepts its appointment as registered agent of the above corporation and agrees to act in the capacity and to comply with the provisions of the Florida Business Corporation Act (1990) relative to keeping open the registered office at the address specified above. The undersigned is familiar with, and accepts the obligations of, Section 607.050.7, Florida Statutes.

Dated: April 24, 1996

C T CORPORATION SYSTEM

By M. S. Green
M.S. Green,
Assistant Secretary

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96 MAY 10 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF CORPORATE GOOD STANDING

96 MAY 10 PM 3:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI, DO HEREBY CERTIFY THAT THE RECORDS IN MY OFFICE AND IN MY CARE AND CUSTODY REVEAL THAT HURON HOCKEY SCHOOL MIDWEST, INC.

WAS INCORPORATED UNDER THE LAWS OF THIS STATE ON THE 8TH DAY OF OCTOBER, 1993, AND IS IN GOOD STANDING, HAVING FULLY COMPLIED WITH ALL REQUIREMENTS OF THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 13TH DAY OF MARCH, 1996.

Rebecca McDowell Cook
Secretary of State





THE UNITED STATES
CORPORATION
COMPANY

F96000002365

ACCOUNT NO. : 072100000032
 REFERENCE : 299207 5027833
 AUTHORIZATION : *Patricia Pyjunt*
 COST LIMIT : \$ 35.00

ORDER DATE : March 19, 1997

ORDER TIME : 10:14 AM

ORDER NO. : 299207-030

CUSTOMER NO: 5027833

CUSTOMER: Gail A. McCabe, Legal Asst
 C & G Holdings, Inc.
 701 Harger Road
 Suite 121
 Oak Brook, IL 60521

*RA
Change*

500002147755--4

CHANGE OF AGENT

NAME: HURON HOCKEY SHCOOL MIDWEST,
 INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY

CONTACT PERSON: Stephanie Stscherban

Document Examiner	<i>Don</i>
Updater	<i>Don</i>
Update Verifier	<i>Don</i>
Acknowledgment	<i>Don</i>
W.P. Verifier	<i>Don</i>

97 APR 18 PM 4:22
 FILED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

97 APR 18 AM 11:57
 RECEIVED
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

4/18/97

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0602, 617.0602, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Missouri submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: Huron Hockey School Midwest, Inc.

1b. The mailing address of the corporation is: 701 Harger Road, Suite 190 Onk Brook, IL 60521

1c. Date of incorporation: October 8, 1993 Document number: F96000002365

2. The name and address of the current registered agent and office: 1200 South Pine Island Drive Plantation, FL 33324

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable) Corporation Service Company 1201 Hays Street, Suite 105 Tallahassee, Florida 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

[Signature] February 28, 1997 (Signature of an officer, chairman or vice chairman of the board) (Date)

Thomas N. Kelly, President (Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 obligation of my position as registered agent.

Corporation Service Company By: [Signature] (Signature of Registered Agent)

3/16/97 (Date)

If signing on behalf on an entity: ROBERT P. SMITH JR (Typed or Printed Name)

ASSISTANT SECRETARY (Capacity)