

F96000005408

MADISON SPORTS & ENTERTAINMENT GROUP, INC.

November 12, 1996

70000198817--S
-10/23/96--01031--017
*****70.00 *****70.00

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: Madison Sports & Entertainment Group, Inc.

900001948209
-09/16/96--01062--001
***2400.00 ***2400.00

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:

Jay C. Salyer, Jr., General Counsel
Madison Sports & Entertainment Group, Inc.
2400 East Commercial Boulevard, Suite 302
Fort Lauderdale, Florida 33308

W95-23051


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

Jay C. Salyer, Jr. at (305) 492-5000.

Thank you for your help in this matter.

Very truly yours,

MADISON SPORTS & ENTERTAINMENT
GROUP, INC.

By: 
Jay C. Salyer, Jr., General Counsel

FILED
96 OCT 17 PM 3:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JCS:sh

Enclosures

Corporate Offices

2400 East Commercial Boulevard, Suite 302, Fort Lauderdale, FL 33308 • Telephone (305) 492-5000 • Fax (305) 492-8101
84 Clum Hill Road, Elka Park, New York 12427 • Telephone (518) 589-9190 • Fax (518) 589-0133



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 22, 1995

JAY C. SALYER, JR., GENERAL COUNSEL
MADISON SPORTS & ENTERTAINMENT GROUP, INC.
2400 EAST COMMERCIAL BLVD., STE. 302
FT. LAUDERDALE, FL 33308

SUBJECT: MADISON SPORTS & ENTERTAINMENT GROUP, INC.
Ref. Number: W95000023051

We have received your document for **MADISON SPORTS & ENTERTAINMENT GROUP, INC.**, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

A photocopy of the certificate of existence is not acceptable.

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$1200.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 095A00051578



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 23, 1996

**JAY C. SALYER, JR., GENERAL COUNSEL
MADISON SPORTS & ENTERTAINMENT GROUP, INC.
2400 EAST COMMERCIAL BLVD., STE. 302
FT. LAUDERDALE, FL 33308**

**SUBJECT: MADISON SPORTS & ENTERTAINMENT GROUP, INC.
Ref. Number: W95000023051**

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for MADISON SPORTS & ENTERTAINMENT GROUP, INC..

The referenced application states that the corporation has transacted business in the State of Florida since April 1, 1994. You were notified by letter dated November 22, 1995, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$1200.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Jennifer Sindt
Document Examiner

Letter No. 496A00008024

Enclosure



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 25, 1996

ANTHONY Q. JOFFEE
MADISON SPORTS & ENTERTAINMENT GROUP, INC.
2400 EAST COMMERCIAL BLVD., STE. 302
FT. LAUDERDALE, FL 33308

SUBJECT: MADISON SPORTS & ENTERTAINMENT GROUP, INC.
Ref. Number: W95000023051

CERTIFIED MAIL #P 348 067 001 RETURN RECEIPT REQUESTED

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of MADISON SPORTS & ENTERTAINMENT GROUP, INC. to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by MADISON SPORTS & ENTERTAINMENT GROUP, INC. for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$1200.00 are now due. To avoid further penalty, payment must be remitted within 45 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

A handwritten signature in cursive script, appearing to read "Marc W. Dunbar".

Marc W. Dunbar, Assistant General Counsel

Enclosures Letter No. 696A00019605

- DIVISIONS OF FLORIDA DEPARTMENT OF STATE
- Office of the Secretary
- Division of Administrative Services
- Division of Corporations
- Division of Cultural Affairs
- Division of Elections
- Division of Historical Resources
- Division of Library and Information Services
- Division of Licensing

MEMBER OF THE FLORIDA CABINET



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

HISTORIC PRESERVATION BOARD

Historic Florida Keys Preservation Board
Historic Palm Beach County Preservation Board
Historic Pensacola Preservation Board
Historic St. Augustine Preservation Board
Historic Tallahassee Preservation Board
Historic Tampa/Hillsborough County Preservation Board

FLORIDA MUSEUM OF ART

15 August, 1996

Anthony Q. Joffe
Madison Sports & Entertainment Group, Inc.
2400 East Commercial Boulevard, Suite 302
Ft. Lauderdale, FL 33308

Dear Mr. Joffe:

Re: Outstanding Penalties and Fees Owed by Madison Sports & Entertainment Group, Inc.

The purpose of this letter is to, once again, advise you of outstanding penalties and fees owed by Madison Sports & Entertainment Group, Inc. to the Department of State. Attached please find a copy of past correspondence and sections 607.1501 and 607.1502, Florida Statutes, which further describe this matter.

As of the date above, the total amount of penalties and fees owed by this corporation is \$2,400.00. This figure represents the minimum statutory amount permitted under section 607.1502, Florida Statutes.

As a courtesy, I have enclosed with this letter a copy of the civil complaint that will be filed in this matter in the Leon County Circuit Court on August 30, 1996. You will note from the complaint that in addition to the statutory penalties described above, the Department will seek filing fees and costs for this action.

It is unfortunate that we have, thus far, not been able to resolve this matter through other means. If you have any questions, you may contact me at 904/414-5536.

Respectfully,

Gerard T. York
Assistant General Counsel

GTY/sd
Enclosures

In the Circuit Court of the
Second Judicial Circuit, in
and for Leon County, Florida

DEPARTMENT OF STATE,
Division of Corporations

CASE NO.

Plaintiff,

v.

MADISON SPORTS & ENTERTAINMENT GROUP, INC.,
an Utah corporation,

Defendant.

COMPLAINT

Plaintiff, Department of State, Division of Corporations, ("Plaintiff"), by and through its undersigned counsel, sues the Defendant, Madison Sports & Entertainment Group, Inc., ("Defendant"), and states:

1. This is an action pursuant to sections 607.0130 and 607.1502, Florida Statutes, for the collection of fees and penalties due and owing the State of Florida.
2. Plaintiff is located in the City of Tallahassee, Leon County, Florida and, pursuant to Chapter 607, Florida Statutes, is the state agency duly authorized to regulate domestic and foreign corporations.
3. Defendant is a corporation, duly organized and existing under the laws of Utah State, engaged in the business to buy, sell and/or trade real or personal property. Its principal place of business is 1699 S. Federal Hwy, Suite 3-B, Boca Raton, FL 33432.

4. Section 607.1501, Florida Statutes, states that a foreign corporation may not transact business within the State of Florida until it obtains a certificate of authority from Plaintiff.

5. On April 1, 1994, Defendant began transacting business within the State of Florida. See Exhibit A, Defendant's Application by Foreign Corporation For Authorization to Transact Business in Florida.

6. Defendant continues to transact business within the State of Florida through the present day.

7. Defendant has not obtained a certificate of authority from Plaintiff to transact business within this state.

8. Defendant's failure to obtain a certificate of authority and Defendant's continued transaction of business in this state violates section 607.1501, Florida Statutes.

9. Since it began transacting business in this state, Defendant has been required by section 607.1622, Florida Statutes to file annual reports with Plaintiff and pay to Plaintiff the applicable annual report fees.

10. Since it began transacting business in Florida in 1994, Defendant has not filed the requisite annual reports nor has it paid the applicable annual report fees.

11. Pursuant to sections 607.0122, 607.1622 and 607.1502, Florida Statutes, Defendant is liable to Plaintiff for unpaid annual report fees and penalties for the years 1994 through 1996 in the total amount of \$2,400.00.

WHEREFORE, pursuant to section 607.1502, Florida Statutes, Plaintiff requests judgment against Defendant for penalties and fees in the amount of \$2,400.00 together with the costs of this action, and such other relief as the court may deem just and proper.

Respectfully submitted this 30th day of August, 1996.

GERARD T. YORK, Esq.
Assistant General Counsel
Department of State
LL10 - The Capitol
Tallahassee, FL 32399-0250
Fla. Bar No. 0871966
(904) 414-5536

ATTORNEY FOR PLAINTIFF



Department of State

Memorandum Office of the General Counsel

TO: File

FROM: Gerard York, Assistant General Counsel

DATE: September 12, 1996

RE: Madison Sports & Entertainment Group, Inc.

Based on the payment received from this corporation, it is my recommendation that this file be closed and this corporation be qualified to do business in Florida. Corporation has paid all outstanding report fees and penalties and wishes to be qualified to do business in Florida.

GTY/gty

FILED
96 OCT 17 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 16, 1996

ANTHONY Q. JOFFEE
MADISON SPORTS & ENTERTAINMENT GROUP, IN
2400 EAST COMMERCIAL BLVD., STE. 302
FT. LAUDERDALE, FL 33308

SUBJECT: MADISON SPORTS & ENTERTAINMENT GROUP, INC.
Ref. Number: W95000023051

We have received your check for \$2400.00 for the penalties fees owed by this corporation. Before the application can be filed, the \$70.00 filing fee and a current, original certificate of existence must be submitted. These requirements were mentioned in our letter of November 22, 1995 (copy enclosed).

If you have any questions concerning the filing of your document, please call (904) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 296A00042848

MADISON SPORTS & ENTERTAINMENT GROUP, INC.

Florida Dept. of State,
Division of Corporations,
P.O. Box 6327
Tallahassee, FL 32314

October 8th, 1996.

ATTN: Ms Jennifer Sindt
Document Examiner

Dear Ms Sindt,

Madison Sports & Entertainment Group, Inc.
Ref. Number W95000023051

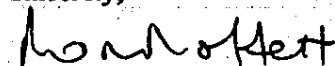
With reference to our 'Application by Foreign Corporation for Authorization to Transact Business in Florida' already in your possession and your letter dated September 16th, please find enclosed, a current, original Certificate of Good Standing and the \$70.00 filing fee. Also enclosed is a new application reflecting the current data on the company.

Please return all correspondence concerning this matter to:

Madison Sports & Entertainment Group, Inc.
1699 S. Federal Hwy., Suite 3B
Boca Raton, FL 33432

Should you have any questions please do not hesitate to call us at (561) 750 9924.

Sincerely,


Monica Moffatt,
Executive Assistant.

Enc.

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SECRETARY OF STATE
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. MADISON SPORTS & ENTERTAINMENT GROUP, 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. UTAH
(State or country under the law of which it is incorporated)
3. 87-0496456
(FEI number, if applicable)
4. 10-18-83
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. April, 1994
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 237 Main Street
Tannersville, New York 12485
(Current mailing address)
8. To buy, sell and/or trade real or personal property and for any other purpose
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida allowed by law.
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Jay C. Salyer, Jr.
Office Address: 1699 S. Federal Hwy. Suite 3B
Boca Raton, Florida, 33432
(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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Co-Chairman: Joseph D. Radcliffe

Address: 237 Main Street
Tanneraville, New York 12485

Co-Chairman: Kevin Ward

Address: 133 "F" Avenue
Coronado, California 92116

Director: Walton Shaw

Address: 50 Market Street
Saddle Brook, NJ 07662

Director: Kevin Ward

Address: 133 "F" Avenue
Coronado, California 92116

B. OFFICERS

President: Joseph D. Radcliffe

Address: 237 Main Street
Tanneraville, New York 12485

Vice President: Kevin Ward

Address: 133 "F" Street
Coronado, California 92116

Secretary: Michael Radcliffe

Address: 237 Main Street
Tanneraville, New York 12485

Treasurer: Jay C. Salver, Jr.

Address: 1699 S. Federal Highway, Suite 3B
Boca Raton, Florida 33432

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96 OCT 17 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

13. Joseph Radcliffe
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Joseph D. Radcliffe, Co-Chairman
(Typed or printed name and capacity of person signing application)

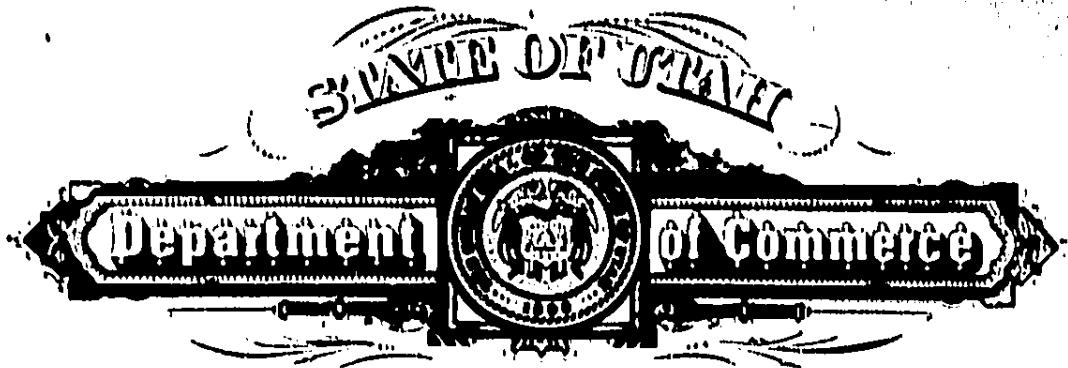
ADDENDUM TO APPLICATION
(Listing Additional Officers and/or Directors)

12.A. DIRECTORS

Director: Michael Radcliffe
Address: 237 Main Street
Tannersville, NY 12485

Director: Gary Goodenow
Address: 341 N.E. 104th Street
Miami Shores, FL 33138

FILED
96 OCT 17 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CERTIFICATION OF GOOD STANDING

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL
CODE HEREBY CERTIFIES THAT

MADISON SPORTS & ENTERTAINMENT GROUP, INC.

is a Utah corporation and is qualified to transact business in the State of Utah, and that its most recent annual report required by Utah law has been filed, and that Articles of Dissolution have not been filed. A Certificate of Incorporation was issued from this office on *October 18, 1983* and said corporation is in good standing, as appears of record in the offices of the Division.

This certification is not intended to reflect the financial condition or business activity or practices of this corporation.

File Number: *CO 106248*

FILED
96 OCT 17 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Dated this 25th day
of September, 19 96.

Korla S. Woods

Korla T. Woods
Director, Division of
Corporations and Commercial Code

F96000005408

Requestor's Name

JAY C. SALYER, JR.
ATTORNEY AT LAW
1090 SOUTH FEDERAL HIGHWAY • SUITE 300
BOCA RATON, FLORIDA 33432

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

☐ Walk in
☐ Mail out

☐ Pick up time _____
☐ Will wait ☐ Photocopy

☐ Certified Copy
☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

APPROVED
AND
FILED
MAR 21 2011
TALLAHASSEE, FLORIDA

Handwritten:
F96000005408
3-21-97
RARE

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

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, JAY C. SALYER, JR.
(Name of registered agent)

hereby resigns as Registered Agent for MADISON SPORTS + ENTERTAINMENT
(Name of corporation) GROUP, INC.

A copy of this resignation was mailed to the above listed corporation at its last known address.

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

Jay C. Salyer, Jr.
(Signature of resigning agent)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP 21 PM 1:16

APPROVED
FILED

Fee for filing this document:

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation



FLORIDA DEPARTMENT OF STATE

Sandra B. Montthum
Secretary of State

March 27, 1997

F96000005408

MADISON SPORTS & ENTERTAINMENT GROUP, INC.
237 MAIN ST.
TANNERSVILLE, NY 12485

SUBJECT: MADISON SPORTS & ENTERTAINMENT GROUP, INC.
Ref. Number: F96000005408

SUBJECT: MADISON SPORTS & ENTERTAINMENT GROUP, INC.

Document #: F96000005408

Our records indicate the registered agent for the above named corporation resigned on March 21, 1997 and that this corporation currently does not have a registered agent designated.

Pursuant to Florida Statutes 607, this office is required to give 60 days notice of our intent to revoke the certificate of authority of a foreign corporation authorized to transact business in Florida for failing to appoint and maintain a registered agent.

This letter is your notice of our intent to revoke the above named corporation's certificate of authority to transact business in Florida 60 days from the date of this letter if a registered agent is not properly designated.

Enclosed is a registered agent designation application for you to complete and return with the filing fee of \$35.

If you should need any further information, please contact our office at (904) 487-6050.

Carol Mustain
Corporate Specialist
Division of Corporations

Letter Number: 797A00015626



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

May 30, 1997

MADISON SPORTS & ENTERTAINMENT GROUP, INC.
237 MAIN STREET
TANNERSVILLE, NY 12485

SUBJECT: MADISON SPORTS & ENTERTAINMENT GROUP, INC.

Document #: F96000005408

Due to your failure to respond to our letter advising you of your corporation not maintaining a registered agent and giving 60 days notice of our intent to revoke the authority of the above corporation, this corporation is now revoked.

A Certificate of Revocation is enclosed.

If you have any questions concerning this matter, please call (904) 487-6050.

Carol Mustain
Corporate Specialist
Division of Corporations

Letter Number: 997A00029313

State of Florida



Department of State

CERTIFICATE OF REVOCATION

The requirements of section 607.1531 or 617.1531, Florida Statutes, requiring 60 days notice of our proposed revocation of the certificate of authority of a foreign corporation authorized to transact business in Florida, have been met for MADISON SPORTS & ENTERTAINMENT GROUP, INC., an Utah corporation. The certificate of authority of this corporation is hereby revoked as of May 30, 1997 for failure to designate and maintain a registered agent, as required by law.

The document number of this corporation is F96000005408.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capitol, this the
Thirtieth day of May, 1997



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State