

FILED FOR
UCC SERVICES
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 -11/19/96--01002--014
 *****122.50 *****122.50
 Office Use Only

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

1. Stratosphere Multimedia Corp.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____ W96-24420
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ 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 checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
 96 NOV 18 PM 4: 09
 DIVISION OF CORPORATION
 TALLAHASSEE, FLORIDA
 FILED
 96 NOV 20 AM 10:40
 SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 19, 1996

UCC SERVICES

SUBJECT: STRATOSPHERE MULTIMEDIA CORP.
Ref. Number: W96000024420

We have received your document for STRATOSPHERE MULTIMEDIA CORP. and your check(s) totaling \$122.50. 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.

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) 487-6095.

Jennifer Sindt
Document Examiner

Letter Number: 196A00052533

CORRECTED
11.20.96

RECEIVED
96 NOV 20 AM 9:33
DIVISION OF CORPORATION

**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. STRATOSPHERE MULTIMEDIA CORP.
(Name of corporation must include the word "INCORPORATED," "COMPANY," or "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. Delaware
(State or country under the law of which it is incorporated)
3. 8/31/95 4. Perpetual
(Date of Incorporation) (Duration-Year Corp. will cease to exist or "perpetual")
5. 65-0607145
(Federal Employer Identification number, if applicable)
6. Upon qualification.
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 607.155, F.S.)
7. 65 East 55th Street, New York, New York 10022
(Current mailing address)
9. Name and Street address of Florida registered agent:
Name: PMC Group, Inc.
Office Address: 2255 Glades Road, Suite 124A
Boca Raton, Florida 33431
Zip Code

9. 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: 

10. 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

11. Names and addresses of officers and/or directors.

A. Directors:Chairman: Lee FehrAddress: 65 East 55th Street
New York, New York 10022

Vice Chairman: _____

Address: _____

Director: Paul MichelinAddress: c/o FMC Group, Inc.2255 Glades Road, Suite 124A, Boca Raton, FL 33431

Director: _____

Address: _____

B. Officers:President: Lee FehrAddress: 65 East 55th Street
New York, New York 10022

Vice President: _____

Address: _____

Secretary: Paul MichelinAddress: c/o FMC Group, Inc.2255 Glades Road, Suite 124A, Boca Raton, FL 33431

Treasurer: _____

Address: _____

(If needed, you may attach an addendum to the application listing additional officers and/or directors.)

12. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 11 of the application)

13. _____

Paul Michelin, Secretary

(Type or print name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STRATOSPHERE MULTIMEDIA CORP." 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 FIRST DAY OF NOVEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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96 NOV 20 AM 10:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA




Edward J. Freel, Secretary of State

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AUTHENTICATION: 8175363
DATE: 11-01-96