

F98000002130

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: CITYSIGHTS PUBLISHING, INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

800002471888--6

-03/30/98--01033--001

***122.50 ***122.50

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:

Brian M. Mark, Esq.

(Name of Person)

Brian Michael Mark, P.A.

(Firm/Company)

104 North Church Street

(Address)

Kissimmee, FL 34741

(City/State/Zip)

W98-6998

P. 588

800002471888--6

-04/15/98--01016--001

***1150.00 ***1150.00

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

Tania Mark

(Name of Person)

at (407) 932-3933

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Section
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

8p77
SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 APR 15 AM 9:45

FILED

4/15

BRIAN MICHAEL MARK, P.A.

Attorney at Law
104 North Church Street
Kissimmee, FL 34741-5055

leadtoy@aol.com

Telephone (407) 932-3933
Fax (407) 932-3965

March 26, 1998

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

To Whom It May Concern:

Enclosed please find an Application by Foreign Corporation for Authorization to Transact Business in Florida along with our check in the amount of \$122.50.

Thank you for your attention to this matter.

Very Truly Yours,


Brian M. Mark, Esq.

BMM/tm

enclosures as stated



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 30, 1998

BRIAN M. MARK, ESQ.
BRIAN MICHAEL MARK, P.A.
104 NORTH CHURCH STREET
KISSIMMEE, FL 34741

SUBJECT: CITYSIGTHS PUBLISHING, INC.
Ref. Number: W98000006998

We have received your document for CITYSIGTHS PUBLISHING, INC. and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

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 \$7,115.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business 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 in Florida prior to the year the application was submitted did not constitute transacting business pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 798A00016831

BRIAN MICHAEL MARK, P.A.

Attorney at Law
104 North Church Street
Kissimmee, Florida 34741-5055

leadtoy@aol.com

Telephone (407) 932-3933
Fax (407) 932-3965

April 9, 1998

Secretary of State
State of Florida
Attention: Mr. Lee Rivers
409 E. Gaines Street
Tallahassee, FL 32399

Re: City Sights Publishing, Inc.
Your Letter No. 798A00016831

Dear Mr. Rivers:

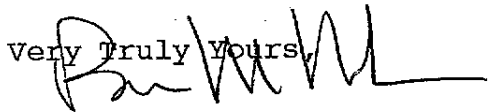
Enclosed is an affidavit from the Chairman and President of City Sights Publishing, Inc. ("City Sights") verifying that erroneous information was contained in its' application for authority to transact business in Florida. The application incorrectly indicates that City Sights first transacted business in Florida in 1992. The affidavit states that City Sights actually began transacting business in Florida on April 1, 1997.

Further enclosed, you will find check No. 2662 issued by City Sights in the amount of One Thousand, One Hundred, Fifty and 00/100 Dollars (\$1,150.00), representing payment of penalties and fees for 1997.

If this application is acceptable, please forward a Certificate of Authority to the undersigned as soon as possible.

Thank you for help and courtesy in this matter.

Very Truly Yours


Brian M. Mark, Esquire

BMM/ta

enclosures

AFFIDAVIT OF DUNCAN A. PAGE

The undersigned, Duncan A. Page, after first being duly sworn, deposes and says the followings:

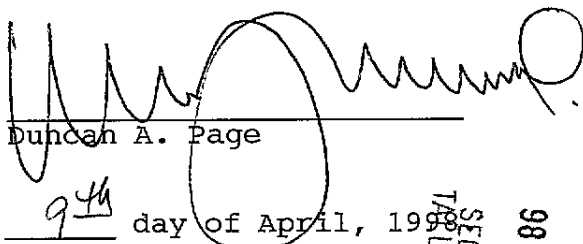
1. Affiant is Chairman and President of CITYSIGHTS PUBLISHING, INC., a California corporation.

2. On or about March 18, 1998, Affiant signed an application on behalf of CITYSIGHTS PUBLISHING, INC. to do business in the State of Florida.

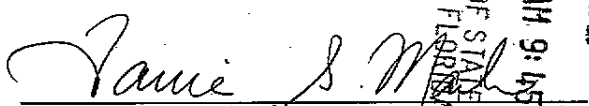
3. The application inadvertently sets forth erroneous information as to the date on which CITYSIGHTS PUBLISHING, INC. first transacted business in the State of Florida pursuant to 607.1501 pt 617.1501. Florida Statutes.

4. The correct date the CITYSIGHTS PUBLISHING, INC. began transacting business in Florida was April 1, 1997.

FURTHER AFFIANT SAYETH NOT.


Duncan A. Page

SWORN TO AND SUBSCRIBED, this 9th day of April, 1998


Notary Public, State of Florida
at Large

(Notary Seal/Stamp)

My commission expires:



Tania S Mark
My Commission CC629738
Expires March 13, 2001

FILED
98 APR 15 AM 9:45
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. CITYSIGHTS PUBLISHING, 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. California 3. 98-0075939
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. November 22, 1985 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 1992
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. City Sights
P.O. Box 420421 Kissimmee FL 34742
(Current mailing address)

8. sale of souvenirs
(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 or Mail Drop Box NOT acceptable)

Name: Brian MARK Brian m. mark

Office Address: 104 N. Church St.
Kissimmee, FL, Florida, 34741
(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.

Brian M. Mark

(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.

FILED
98 APR 15 AM 9:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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: DUNCAN A PAGE (Duncan A. Page)

Address: RR#1 BRADFORD ONTARIO Canada

Vice Chairman: _____

Address: _____

Director: Malcolm PAGE (malcolm Page)

Address: 2100 BETH DR #101

PANAMA City Florida 32401

Director: _____

Address: _____

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

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

FILED
98 APR 15 AM 9:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

13. _____

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

14. PRESIDENT

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

State of California



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

FILED
98 APR 15 AM 9:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 22nd day of November, 19 85,

CITYSIGHTS PUBLISHING, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

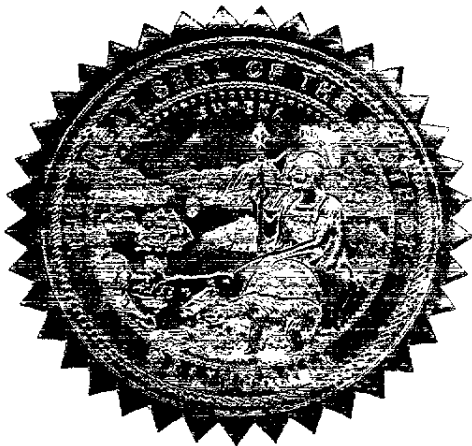
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal of
the State of California this day of

March 17, 1998



Bill Jones

Secretary of State