

F98000002224

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Virtual Sound & Motion, inc.
(Name of corporation - must include suffix)

FILED
98 APR 20 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

<u>Paul Janssens-Lens</u> (Name of Person)	400002478874--3 -04/03/98--01120--002 *****78.75 *****78.75
<u>Soft-Art, Inc.</u> (Firm/Company)	400002478874--3 -04/20/98--01092--017 ***2315.00 ***2315.00
<u>992 Winterberry Drive</u> (Address)	
<u>Marco Island FL 34145</u> (City/State/Zip)	

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

Jannie Bower at (941) 394 8300
(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

W98-7583
Pg. 593
4/20/98



Virtual Sound & Motion
950 N Collier Blvd.
Marco Island FL 34145

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98 APR 20 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 16, 1998

Agnes Lunt
Florida Department of State
Division of Corporations
P.O.Box 6327
Tallahassee FL 32314

RE: Letter Number 298A00018105
Virtual Sound & Motion, Inc.
Ref. Number W98000007583

Dear Ms. Lunt:

Enclosed please find a check in the amount of \$2315.00 to cover the amount due for the annual report and penalty fee for the above referenced corporation.

If you have any questions regarding this please call me at (941) 394 8300.

Sincerely,


Jannie Bower
Bookkeeper



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
98 APR 20 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 6, 1998

PAUL JANSSENS-LENS
SOFT-ART, INC.
992 WINTERBERRY DRIVE
MARCO ISLAND, FL 34145

SUBJECT: VIRTUAL SOUND & MOTION, INC.
Ref. Number: W98000007583

We have received your document for VIRTUAL SOUND & MOTION, INC. and your check(s) totaling \$78.75. 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 \$2315.00.

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) 487-6094.

Agnes Lunt
Document Specialist

Letter Number: 298A00018105

**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. Virtual Sound & Motion, 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. Delaware
(State or country under the law of which it is incorporated)
3. 65-0663839
(FEI number, if applicable)
4. October 3, 1995
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. June 19, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155,
7. 950 N Collier Blvd. Suite 208
Marco Island FL 34145
(Current mailing address)
8. To engage in any and all lawful business permitted under the laws of the State of Florida
(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 NOT acceptable)**

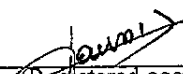
Name: Paul Janssens-Lens

Office Address: 992 Winterberry Drive

Marco Island, Florida, 34145
(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: (Street address **ONLY**- P. O. Box **NOT** acceptable)

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

Chairman: Paul Janssens-Lens

Address: 992 Winterberry Drive

Marco Island FL 34145

Vice Chairman: Jos Jacob

Address: 1842 Dogwood

Marco Island FL 34145

Director: _____

Address: _____

Director: _____

Address: _____

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

President: Patrick Junkroski

Address: 5391 6th Ave SW

Naples FL 34119

Vice President: _____

Address: _____


Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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. Paul Janssens-Lens, Chairman
(Typed or printed name and capacity of person signing application)

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98 APR 20 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VIRTUAL SOUND + MOTION, INC." 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 TENTH DAY OF MARCH, A.D. 1998.

FILED
98 APR 20 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 8962348

03-10-98

2548712 8300

981084904